

## Teenage Wasteland by Magladin

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**Summary:** AU: Hopper found El after she escaped the Upside Down but never let her leave the cabin. Seasons 2 and 3 do not apply. Everyone thinks El is dead. Mike is a broken teenage boy, angry and hormonal and he acts accordingly. This is ultimately a Mileven love story so please stick with it. Smut with story/shameless smut/angst.

# 1. Chapter 1

This started as a joke, with us thinking Madwheeler was stupid, but then the more we talked about it, the more we thought we could probably make it hot, though we definitely would never forget El. As we were writing it, we realized what a great story it was becoming. We also thought it would go on forever. I started putting it together on a whim but one sentence was just a "D" so I went back to see what was left out and saw that we started this story on October 5, 2018. So fitting that I'm posting the first stuff today. I'm sentimental. I can't help it. I'm posting the first 3 chapters so it's more clear that it is indeed a Mileven story. This was beyond fun and I didn't think I'd be finishing it by myself but I guess that's what will be happening. I feel blue.

Anyway, stick with it. I'm really proud of it. I wouldn't trade writing it for anything.

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Rain fell heavy outside Hawkins High School in the latter part of the morning one Friday in early April. Just before the bell rang to end 3rd period, the door to the janitor's closet opened and out walked Mike Wheeler and Maxine Mayfield. He was tucking his shirt back into his pants. She wiped her mouth with her hand. She looked at him and smiled, though she knew it was forced. Mike just looked at her in disgust. Turning, they proceeded in opposite directions to their next classes, having both skipped almost the entirety of their 3rd period. Mike's cock had been in her mouth almost the whole time.

They wouldn't see each other again until lunchtime. And she'd be with Lucas and everyone else would be there.

Well, not *everyone*.

It had been the beginning of the 3rd period when Mike had excused himself to go to the bathroom. He hadn't returned for the rest of the period, though.

Instead, he had walked past Max's classroom and when he had noticed her sitting in the back, his head had made a jerking motion

that had indicated for her to follow him.

She'd wasted no time, not even minding giving an explanation to the teacher as she stormed out of the classroom. They had strategically picked this period; none of them would have attended the same class as Lucas that hour so that had worked just fine for Max. She would never want her boyfriend to know what she had been doing with Wheeler for the last two months or so.

"What is it?" Max asked through gritted teeth as she followed him down the hall. She hated it when he wouldn't slow down so they could walk next to each other, but she understood his reasons at the same time. It would've been too risky.

She followed him anyway with a sigh until they reached the janitor's closet door and that was when he finally turned his head to look at her.

He didn't have to say anything; she already knew what he was asking for and she was willing to give it to him.

She hated herself for it, though. How this stupid, lanky weirdo managed to turn her into a complete mess and moan into the pillow as he would pound her.

It was wrong and she knew it, but she couldn't help it, either.

And the worst part was that she was still dating Lucas and he had no idea about it. She loved him, she kept telling herself that all the time, but a part of her still wanted Mike.

She wanted to feel Mike's hands on her body as he fucked her behind everyone's back. She craved attention that from him was totally lacking. Maybe she was okay with it because she was chasing for his love. Maybe once she had it she wouldn't care about him anymore. But for now, she did.

She cared so much that she just followed him inside the cramped space, closing the door behind her and crossing her arms over her chest.

She could barely find his eyes through the dark, but they were there -

cold and staring into her icy ones.

"What do you want?"

She already knew the answer to that, but she wanted to hear it from him.

When El never came back it had done something to Mike. It had changed him. He knew that he would always love her more than anyone else and he was sad a lot. But he was also angry and also a teen male. He knew that Max kind of had a crush on him, even though she was dating Lucas. One part of him felt guilty for what he was doing but the other part of him couldn't seem to get enough. He found out quickly that it turned him on to know he was using her, watching her suck his cock, fucking her when he could, being sneaky. It all made it hotter.

Now they were in the closet and his dick was hard and he wanted to make her gag on it. He wasn't exactly sure what his problem with her was. She was perfectly nice and funny and good looking. She just wasn't *El*. So he felt like he needed to take his anger about that out on her a little.

"I want to feel the back of your throat with the head of my dick. You need to put it in your mouth. Make that happen."

Max's insides churned at Mike's firm tone. Her pussy was starting to react already, throbbing at the thought of choking on Mike's cock in the janitor's closet like she had already done a few times before.

But that didn't stop her from giving him a hard time. She had stuck around for the few moments of him being kind to her, but this was certainly not one of them.

Narrowing her eyes, she took a step closer to him and whispered. "Say the magic word, Wheeler."

The tone she was using pissed him off but he didn't know why, and then not knowing why pissed him off more.

"Magic word? How about NOW?"

Mike grabbed her hands and placed both of them on his already throbbing dick which was still locked inside his jeans.

"Just fucking say it, asshole," Max spat back but she didn't pull her hands away from Mike's.

Instead, she let them rest over his obvious bulge, cupping his shaft with her right hand while the left one squeezed his balls a little tighter than she probably should have. He might have been a dick to her, but she was willing to play this game and not back off.

"Fuck. Okay. Please suck my cock."

He watched her start to unzip his pants, feeling her hands tease him as she did. She was smirking and he wanted to slap her but he didn't. Instead he got ready, finally feeling his cock being enveloped by her lips. She was still teasing him, only licking the head and playing with his balls. Mike's hands went to either side of her face, his long fingers being gentle. He brushed her fiery hair away so he could have a better view. He was being gentle so when he made his next move he knew she'd be caught off guard. Without warning he shoved his cock down her throat.

"Gag for me. Gag on my cock."

Max's eyes shot wide open as Mike's swollen tip hit the back of her throat violently. It hurt so bad she panicked for a second, but then she realized the perpetrator was none other than the school's stupid nerd. He could easily overpower her, but it didn't scare her at all and especially not now when he was so aggressive and mean all of a sudden. It pissed her off.

Pressing her palms flat onto his denim covered thighs, she managed to pull away from his cock and cough violently. It took her a few seconds to recover, but when she did she grabbed the base of his cock and squeezed it as hard as she could.

"Do that one more time and I'll bite your dick off."

She was serious and threatening in the usual Maxine way that everyone was familiar with.

But seeing Mike have no reaction made her panic on the inside a little. She didn't want to lose him. She kept giving him a lot of chances because she knew that deep down he was just a wounded animal. Just like her. Maybe their reasons were different and maybe she would've had no idea about his if it hadn't been for their friends, but she wanted to fix it anyway. She wanted to make him forget about El once and for all.

"Warn me next time," she added a lot softer this time, letting go of her tight grip on his cock before working her hand up and down. Her lips wrapped around his head again and she eased her way forward until she almost reached his balls, her arms going slack on either side of her body as she started sucking Mike's cock eagerly.

She made sure it was coated with her saliva as she bobbed her head back and forth, the slurping sounds echoing through the small room only making her pussy throb harder.

Mike had gotten what he wanted. She had gagged on his cock. Now she was slurping away and he liked how it sounded. He closed his eyes and imagined it was someone else doing it though. He imagined what her hair would look like now. Surely it would have grown quite a bit. He imagined it was *her* mouth he was feeling, *her* tongue expertly licking his shaft and teasing the tip as *her* fingers gripped him and stroked him in time with her sucking.

Then he opened his eyes and for a split second he was surprised to see it wasn't her at all. He was looking down at Max; at his best friend's girlfriend.

Instead of letting himself feel guilty he pushed the thoughts away, concentrating on the facts at hand. He decided to be scientific about it. He was Mike fucking Wheeler after all.

"You're sucking my cock while we're at school. While we're supposed to be in class. They're all learning and you have a mouthful of my dick."

He started with the where and what.

"We're in the fucking janitor's closet and you're going down on me

like you need it to breathe. Do you like my dick that much? You're a slut for it, that's for sure."

He figured that was the why.

"And I'm totally going to cum in your mouth. I want you to swallow it all. But not just yet. Keep sucking me like that. I like it when I feel your lips brush against my balls."

That was the how. The *when* remained to be seen. He knew it wouldn't be too long though. Max may irritate him and piss him off for reasons he was still unclear on but one thing was certain. Max Mayfield could suck cock like a pro.

Mike's words turned her on, it made her feel all fuzzy whenever he degraded her that way. Lucas would never do it and a twisted part of her craved it.

She had figured it was related to her being verbally and emotionally abused throughout her life that a sick part of her was still attracted to the humiliation aspect, but she had gotten used to it.

Even so, she wasn't going to let Mike have the upper hand. She had a few things in mind to tell him about how lame he was. She didn't actually think so low of him, but she hated to think that he could get away with being rude to her without getting a taste of his own medicine. That would have to wait, though.

She couldn't say anything now, not when her mouth was stuffed with his thick cock as he would rhythmically jam it down her throat with every thrust.

She sat down on her knees obediently, waiting for him to finish inside her mouth so she could swallow every drop. His taste was something she had gotten to love more than anything over time and she was more than eager to swallow every bit of his bitter cum.

Her hands went up to his through the dark and she guided them over either side of her head. It was her usual way of telling him he could fuck her mouth while she would stay still and endure it all.

Mike didn't have time to feel bad for being a little mean to her

because when she touched his hands with her own he knew that meant he could do whatever he wanted. He knew it wasn't exactly *right* to take advantage of how she seemed to want to be dominated and humiliated because of her harsh upbringing but he'd be lying if he said it didn't turn him on more to use her, to degrade her even.

And friends don't lie.

He started thrusting in more, kind of loving how she instinctively kept her teeth out of the way while her lips still formed a vacuum seal around his cock and her tongue continued to glide along his shaft, swirling and circling.

"I'm gonna cum in your mouth. I want you to swallow it, Max. Swallow it all. Don't stop sucking until I'm completely empty. Hum if you can do that."

Max's hum reverberated around Mike's cock in an instant. She hated how eager it came off, but there was no turning back at that point. All she could do was brace herself for the rough thrusts that were going to come.

She tried to keep her eyes attached to Mike's face as he orgasmed. He was always so incredibly sexy and today was no exception. His nose was scrunched up, his eyebrows furrowed as he kept his eyes closed and his lips were parted in a way that only made her cunt throb harder.

She waited for him to finish inside her mouth before she could suck him again, swallowing every drop of his acid cum until he stopped shaking.

That was when she started bobbing her head up and down his sensitive shaft, making sure to clean it thoroughly before they went back to the real world. But until then, she gripped Mike's cock and milked it dry, sucking onto the swollen head and smirking at how cute he looked, all spent and overly sensitive.

"Did I meet your expectations, Wheeler?" She asked as she tucked him back inside his jeans. She was aware that he could easily do that by himself, but she felt the need to be nice to him. *Maybe he'll*



*reciprocate it*, she thought to herself.

Still breathing heavily and recovering from just having cum so hard down her throat, Mike grunted.

"That'll do for now. Next time I'm gonna fuck you though. You're so quick to go down on me here, what *won't* you do?"

He knew he should probably be at least cordial to her after the blowjob she'd just given him but he couldn't stop being an asshole to her. She had even redressed him, tucking his spent cock back into his boxers and zipping him back up. Still he was cold.

"You're good at sucking cock. I'll give you that."

They were about to leave the closet.

Max only huffed in response. She wished she could just hate him and tell him to go fuck himself, but she couldn't. His approval was something she had constantly sought for since day one and it pained her to realize she hadn't gotten it yet.

So she became just as bitter, remembering his little monologue from earlier.

"You said I'm a slut but don't get it twisted, nerd. *You're* the side piece and that kind of makes you *my* slut. I mean...at least *I'm* in a relationship," she faked a smile and brought her hand to Mike's smooth cheek. She wanted to lean in and just kiss him, but she bit her tongue and tapped the soft skin instead. "Unlike *you*," she added, her tone bitter.

They both knew she was referring to how incapable he was of getting over El and of being in a real relationship. He was going to be angry, she figured, but he deserved it this time.

Mike could feel his blood start to boil. Just her simple insinuation of El; it made his heart rate increase. Without realizing it he had balled his hands into fists. He stepped close to her, looking down at her, his nose almost touching hers. If someone had seen them they would assume the two were about to kiss.

Mike tried to keep himself together, saying each word slowly and deliberately.

"Don't you *ever* talk about her. You could never be even *remotely* as good as her and I don't want to ever even hear you speak her name. Do you understand? Am I being *clear*?"

At some point time during his speech he had moved his hands to her upper arms and he was squeezing tighter with each word.

The look on Max's face brought him back to himself and he frowned and let go of her.

"Just...please don't ever talk about her. Not in some way to try to hurt me. It hurts enough already that she's not here."

His voice was soft now, full of longing and pain.

Max was horrified. In the short amount of time she had gotten to know Mike so intimately he had never done something like this before. She knew Eleven was a touchy subject, but she would have never expected him to snap like that.

It pained her emotionally and physically. His words stung so much she tried to fight back tears and his fingers clutched to her skin so harshly she didn't know how to react at first.

As she was about to tell him to back off before she would punch him in the nose, he pulled away and she could feel so clearly how much he was hurting.

She knew what missing someone meant. It might not have been the same, but she missed her father more than anything and it struck her then that she wouldn't want anyone even remotely mentioning him.

It was obvious it was the same for Mike, but it was still unfair how he always chose to treat her.

"Get. Over. It."

Her jaw was clenched as she whispered the words before pushing him away and leaving the janitor's closet first, with Mike closely behind

her.

She didn't let the pain show, though. A fake smile formed on her features as she wiped her mouth one last time and strutted to her locker.

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As the bell for lunch rang the students started spilling out of their classrooms.

The Party sat together like they always did. Lucas and Dustin were the first to their table. They were first on most days.

"I'm just saying, it could happen. I mean look at what Eleven could do." Dustin was trying to make a point to Lucas.

"Dude! Watch out. You can say that now but when Mike gets here you have to zip it. I know that powers are possible. We *all* do now. But you can't remind him of her. He's having a hard time still and it's been like almost five years."

They sat at their table waiting for the rest of their friends.

Max made her way to the lunch table. She was by herself, just like she always was if her group of friends, including her boyfriend, wasn't around.

When she had almost reached Dustin and Lucas, she ran into Will and Mike making their own way through the cafeteria.

She became rather angry all of a sudden as she remembered her earlier conversation with Mike after sucking him off. It hurt to know she was still nothing to him compared to Eleven, but she would never show it.

Not even now when she deliberately pushed Mike out of her way so she could sit next to Lucas. It took all of her willpower to keep a straight face as Mike stumbled forward and almost spilled his tray before she sat down next to her lover.

"Hey."

Her voice was soft. Lucas had that effect on her, being able to bring her soft side to the surface and make her less grouchy. She smiled at him before leaning in to capture his lips in a kiss.

Mike was out of her peripheral vision, but she just hoped he was watching them.

Mike saw the entire exchange and tried to nonchalantly watch Lucas to see if he seemed like he thought anything was off about Max's kiss. She *had* just had a mouthful of Mike's own cum after all.

"Hey, Lucas, do you want to play D&D this weekend?" He addressed his question to the others too. "Dustin? Will? What do you say?" While he was asking the guys he was looking at Max; his eyes silently telling her what he really wanted.

Max squinted her eyes at Mike's proposal. He'd always do that, purposefully leaving her out of the picture and never asking her if she wanted to come over as well.

Everyone was used to it by now because they thought they knew how Mike felt about Max. More often than not he didn't mean any harm, they figured. He just still had a hard time coping with their childhood trauma and Max happened to join the Party at an unfortunate moment. That didn't exclude her from their activities. It was a silent agreement that she would always be there with them as Lucas' girlfriend and as their friend. It just happened that Mike never really addressed her.

"I'm in," Will mumbled through a mouthful of food.

Before Lucas could reply, Max intervened.

"We might be busy, nerd."

Her hostile attitude didn't go unnoticed by the others, but she didn't bat an eye as she wrapped her arms around Lucas and kissed his neck, making eye contact with Mike for a split second.

**A/N: This story is pretty much finished, I'm just going to add a few chapters to transition better. I'm not going to post it all at once. It's pretty long already though.**

## 2. Chapter 2

Mike still had almost three hours before his friends would be at his house for the D&D campaign so he went into the basement.

Her fort was still there. He had never been able to take it down. He made himself comfortable inside it, noting how much he'd grown and thinking she would have grown too.

He laid his head on the same sleeping bag she'd used.

"I really wish you were here, El. I miss you so much. I know I only knew you for like a week but, El? I know I love you. I'll never love anyone like I love you. I just wish you were here."

Mike lay down in the fort. He closed his eyes and before long he was asleep.

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After defeating the Demogorgon and getting both trapped in and then freeing herself from the Upside Down, El had been relieved to find the kind policeman who left food for her. He was grumpy, but he made sure she had what she needed and he certainly wasn't anything like *Papa*.

But after a while, she realized that he wasn't ever going to let her go out. He was keeping her hidden. He'd say it was too dangerous, reminding her of The Bad Men, and it scared her enough that she didn't often question it. She didn't know he was trying to make up for something he'd lost long ago, and he didn't realize he was holding on too tightly to ghosts.

She'd visit Mike in the void but if Hopper found her doing it, he'd take the TV away and she'd be grounded. Her powers using the void had become a lot stronger. Now she could actually touch whatever or *whomever* she might be visiting and if she wanted them to, they could also feel her. It had taken a couple of years to develop and while it was overly exhilarating to be able to touch Mike if she visited him, she'd only let herself do it occasionally. She'd tell herself she was

content to just look at him, wanting to never cause him to be in any danger. Only, sometimes she snuggled into him. Sometimes they made out. Sometimes she couldn't *not* touch him. But of course, sometimes it got out of hand, and it always seemed to go wrong when her emotions were high because of distress and not because of excitement. She'd found this out one night a while back when she wanted to visit Mike but wasn't sure what time Hopper would be home. She spied on her new father and, having had so much sickening worry that she might get caught, somehow made herself visible to him. He knew immediately what she'd been up to and she was grounded for it. She didn't want that to happen again.

Hopper had left for work just in time for El to put the blindfold on. It used to be her Friday ritual; knowing that Mike wasn't going to do any homework for the next day thrilled her because she didn't have to go through hours of calculus just to admire him.

Fridays were special. Sometimes he would have his friends over for a D&D campaign. Sometimes he would lay in his bed the entire evening. Sometimes he would visit Max.

Eleven's jaw clenched at the thought of the ginger girl. Hopper had taught her that hate was a strong word and maybe she didn't *hate* Max after all, but the girl was certainly not her favorite.

When she had visited Mike inside the void once and had seen him on top of the freckled girl, biting into her collarbone as his hips would gradually snap faster against her bare ones she had realized they weren't *just friends*.

And it hurt her so much she stopped visiting him altogether. She had spent her nights crying and visiting Max in the void instead to find out more about her. Coming to the conclusion that Max was just a troubled kid, Eleven hated to admit the fact that she wasn't so bad. Besides, Mike didn't seem to care about his special friend that much.

The idea was reinforced whenever she visited Max and Mike was around. He was cold and nothing like he had been to her younger self during that week they had spent together. And he was undoubtedly more affectionate in his dreams than he had ever been to Max in real life.

Mike had never told Max he loved her, unlike he would repeatedly say to Eleven as he held her tightly to his chest in his dreams. The corrupt thought made the telekinetic girl smile.

It had been two months since she last visited Mike's dreams and she couldn't hold herself back any more. She was dying to feel his embrace on her delicate form and so she blindfolded herself and turned on the TV.

It didn't take long until she found him, laying inside the small tent like he had religiously done for the last five years.

Mike was dreaming. He *had* to be. Only in his dreams was he ever truly happy, because in his dreams El was there. It all felt so *real*. His arms were around her and he could even smell her.

"I really miss you, El. I wish I could sleep all the time so I could feel like you're with me. I don't know how I always dream about you but I wouldn't trade it. It's my favorite time of the day."

Mike could even smell her hair. Her *hair*. It smelled like strawberries.

Eleven's heart felt full. Every time she would visit him the butterflies in her stomach didn't cease to appear. Even though she had done this for almost five years.

They had taken a break, though. This was her first time seeing him in two months and he was just as beautiful and warm as ever, holding her so tightly in his arms she thought she might break.

"Did you miss me?"

Her voice was coy and nervous as she nuzzled against Mike, her hair tickling his face.

"I always miss you. I miss seeing you and talking to you. I miss how you listen to me. You always understood. Now you're gone and it sucks, El. I'm so unhappy without you. I think about what it would be like if you were here and then I'm even sadder because you're *not* here. But right now I feel like I'm really holding you and I never want it to end."

Mike hugged her tighter and then shifted so he could look into her eyes.

"I'm always gonna love you. More than anything."

Eleven let out a smile, but it never reached her eyes. They indicated nothing but pain and misery, anger even, as flashbacks of Mike and Max being together flashed before her eyes.

She was still unsure whether she should believe him or not. He looked like he was suffering as he spoke what seemed to be the truth, but her heart was still confused.

She wasn't going to mention any of that, though. She wasn't here to ruin the scarce moments they spent together. His voice and warm embrace were two of the things she had missed the most and she didn't want their interaction to end so abruptly.

So she kept her mouth shut as her eyes examined his, watching the tears threatening to spill down his cheek and she brought her hand to his face, her thumb running across the lips she had missed so much.

"Show me, then. Show me how much you love me."

Mike wanted to do as she asked but on some level he thought she wasn't real and on another level he felt guilty for doing things with Max. He felt a little like El was too good for that, even though it was *her* face he saw whenever he closed his eyes and it was *El* he thought about while he was using Max.

But a kiss could surely be okay, even if it *was* just a dream.

Mike lifted her chin and their noses rubbed together a bit. Their lips were hesitant. El was clearly waiting on him to make his move. He finally brushed his lips over hers, then again, and then El's arms were around his neck and he almost forgot where he was. He was so lost in the kiss. He couldn't stop thinking about how *real* it felt.

El sighed over his lips as their tongues mingled together. They had made out in the void before, but it still pleasantly surprised her every time it happened.



She adored tasting him as their hands fumbled all over their bodies. His were currently around her waist and caressing her lower back while still keeping her frame glued to his chest. Hers were gripping his hair the way she had seen Max do it. Mike had pretended not to like it, but El had seen the look on his face when the ginger haired girl had done the gesture.

So she replicated it now, tugging on the curled edges of his black strands until his head tilted.

"I know what you like now, Mike. I've seen you."

She was still afraid to mention Max's name but she usually got away with admitting the truth when she was visiting him in the void. He'd still think it was just his imagination.

"Do you like having your cock sucked?"

The word still sounded so foreign rolling off El's tongue, having heard it only a few times before when she had been spying on Mike.

"I can do that for you," she whispered close to his ear before pressing her fingers flat on his chest until he was laying down in the small fort, her thighs on either side of his hips.

"What? El I can't ask you to do that. We can't do that, even if this is just a dream."

Mike pushed her hands away, trying to not notice the hurt look on her face. He failed.

"El you're just, I don't know, so *innocent* and I can't take advantage of that. I'll wake up and you'll be gone and what I'll miss most is having you in my arms."

Mike continued, trying to ignore the large tear that was dripping down her cheek.

"And as much as I'd like to do other things, I just think since it's not real it would make me sad."

*Why do I hate myself so much right now if this is a dream?* Mike's mind

screamed.

El watched him in terror, warm tears spilling down her cheeks even after he stopped talking. She couldn't speak, only gazing at him as he propped himself on his elbows to look at her.

It was still Mike. *Her* Mike. Even if he had just refused her, he was still so soft spoken and gentle and nothing like he had ever been to Max.

And why did it still hurt? Why did he still choose Max over her?

*Because it's real.* She's *real*, her brain yelled at her and she could feel the pang in her heart at the thought of not being able to offer Mike what he so much wanted in real life.

"Are you sure, Mike?"

She persisted, her hand now boldly moving over his cock and stroking it through his sweatpants. She wiped the snot dripping down her nose with her free hand and watched the boy underneath her intently.

"This feels real to me," she mumbled and brought both of her hands to his growing erection and massaged it the best she could.

"El, no you don't need to do that." Mike took her hands in his, removing them from the growing bulge in his sweatpants.

"Please don't cry. God, why is *my* dream making you cry? I'm sorry. I don't want to ever degrade you, even *dream* you. I love you too much, El. I promise."

"She was right. You *are* such a pussy," Eleven spat out, using yet another term she had once heard Max say in reference to Mike.

After going through the horror of watching Mike and Max hooking up for the first time, she had also taken part in the moment in which Mike had tried to back out. Max had called him names back then and had tried to provoke him and it had certainly worked.

"And you don't love me. You just say you do, but you don't!"

She was crying ever harder, her voice loud as she clenched her hands into tight fists and slammed them against Mike's chest. She barely used any force, but it was enough to let some of the anger and pain out.

Mike let her be upset, absorbing her tiny forceful punches. He was confused, not knowing where she might have picked up the new words or who she'd meant when she'd said *she was right*. This was a dream, right?

"I *do* love you, El. Please don't be upset. This isn't even real!"

Mike tried to hold her but she wasn't having it. Her face had that look...the one that could kill a man.

"It is! It is as real as it can get! You can feel me touching you, can't you?"

She yelled from the top of her lungs as she struggled to free her hands from Mike's. Tears ran down her cheeks uncontrollably, her wavy hair following each violent movement as hazel strands stuck to the edges of her lips while she screamed at the terrified boy.

Finally managing to overpower him for a split second, she gripped his wrists together and shook him slightly.

"I love you so much it hurts, you...stupid! Look at me! Look at me..."

Her voice was getting gradually softer as she continued to bawl and beg Mike for his attention.

"Just...use *me*. Just like you do with...*her*. Let me be her," El's eyes pleaded but all that came out of her mouth were small hiccups as her chest heaved.

Seeing her in so much pain, Mike couldn't take it anymore. He just wanted to wake up.

"El, I love you. I'm gonna wake up now. I can't see you like this."

Mike's voice was soft and he wiped the tears from her cheeks.

"I hope you're in my next dream though. I'm sorry I hurt you."

"Please don't leave...I missed you. I missed you so much," she frantically wrapped her arms around him and sobbed against the side of his neck.

"El, I have to. I'm not *leaving* you. I'm just waking up. This is my dream." Mike inhaled, wanting to keep her scent in his nose. He'd take any chance to hold her close. He hated that she was begging him but she felt so real in his arms.

Eleven nodded in defeat. She sobbed for a few more seconds in his arms before she disappeared as quickly as she had appeared, her form evaporating into scentless smoke.

A thin trickle of blood ran down her nose and she wiped it away after taking the blindfold off, not bothering to also deal with the tears. There would inevitably be more to come.

....

Mike sat upright with a jolt. He was in the fort and the blankets were all messed up, like he'd been thrashing around...or like there had been someone else in the fort with him.

He remembered his dream so vividly and he felt sad. But as he was climbing out of the fort, stretching his long body, his friends came bouncing down the stairs.

After a good amount of hours spent playing Dungeons and Dragons, Mike had offered to drive all of his friends home after Will had mentioned that his mom insisted he got home safely.

Dustin was the only one besides Mike to get his driver's license and all of their other friends depended on them for rides back home.

Even so, Mike had rarely used the car, mainly because it was his father's. Not being able to afford a car of his own meant he would sometimes still bike to school or let Dustin take him home.

But it was his turn now and as they were all packed inside the vehicle, he stopped to drop Lucas off first since he lived the closest to

his house.

"Thanks, man," he said from behind the driver's seat and patted Mike's shoulder before turning his attention to his girlfriend who was sitting right next to him.

"Can you sneak out tonight?"

His voice was a whisper but they were all so cramped everyone heard him.

Max gave him an apologetic smile and leaned in for a kiss, her hands stroking his face as she whispered back.

"Not tonight. I'll drop by tomorrow."

As soon as Lucas got out of the car, she saw Mike glancing at her from the rear-view mirror. She had purposefully refused her boyfriend because she had other plans in mind. Plans that didn't involve him.

After fifteen more minutes, Dustin and Will were also dropped off in front of their houses after saying goodbye to their two remaining friends. They didn't think anything of Max being the last one to be driven home since there were only two main routes and Mike had decided to take the one that would lead to Will's house first. *So your mom doesn't get worried*, he had explained unfazed.

Max was still sitting in the back of the car, unsure of what to say next. She and Mike had exchanged subtle glances throughout the night and even though she knew what was about to happen, it still felt weird being all alone with Mike without having his cock down her throat or up her cunt.

Mike didn't drive to Max's house. He turned onto a small dirt road that led into a field. He stopped the car beside some trees and knew they couldn't be seen. It was nighttime anyway.

"Come on. Let's talk." Mike got out of the car and opened the back door for Max. He didn't really have any intention to talk but he was trying to not be a dick. As they stepped in front of his car Max went to sit on the hood, thinking they were going to talk, but Mike

grabbed her wrist and pulled her to him. He kissed her. He could tell she was surprised, that was hardly anything he ever did, but then she was kissing him back so he knew he'd get what he wanted.

The kiss became problematic though because as it went on, all Mike could think about was kissing El in his dream. It still felt so real to him. And she had wanted to do things with him and he had refused. *Why the fuck did I say no? What kind of wastoid am I?* Mike started to get angry. Max was *not* El.

But she was there and goddammit he was hard.

He spun her around. He was pressed against her back and his hands snaked around front, quickly unfastening her shorts and roughly pushing them down, over her hips. They dropped to the ground, leaving her in just her panties and sweater.

"You want this? Is that why you were giving me looks all night?"

Mike was touching her over her panties.

"I can tell that you do. Your panties are wet. You'd better take them off."

Mike stepped back to give her room. He could have pushed them down himself but he wanted to make her do it.

Max felt exposed as the cool breeze hit her pale legs. She wasn't cold though. If anything, she felt the opposite, her freckled skin burning from the inside out at Mike's command.

She took her red bikini panties off and spread her legs further apart subconsciously.

He was right. She wanted this more than anything but it still infuriated her when he acknowledged it and voiced it out.

Looking over her shoulder, she found the strength to fight back using her words.

"And that's why you so *accidentally* put your filthy hand on my ass inside the basement when no one was looking? Get over yourself,

loser. You're not that great."

She didn't sound confident, though. It didn't help that her juices were already running down the insides of her thighs.

"Wait. You know what? If you're gonna talk to me like that then I'm gonna make you beg for this cock. You want it? Get on your knees and take it out. Get it wet."

Mike was a little surprised when she dropped to her knees in front of him. She usually didn't take his shit without a fight. He reached down and started to pull her sweatshirt over her head.

"You don't need this, do you?"

He wasn't really looking for an answer though. He wanted a better view. Without the shirt she was naked, wearing only her shoes, and he could hear the dirt shifting under her knees as she moved.

"Yeah, get it wet. Then I'll give you what you want."

He knew he was only partly telling the truth. He was definitely going to fuck her hard but he didn't care if she came or not.

Max's whole body was shaking in anticipation. As wrong as she knew it was, she sometimes got off on being treated so poorly.

It turned her on so much that she started by spitting on his shaft, her eyes never leaving his. Behind all of the disgust she was trying to emanate, she was clearly excited about everything that was taking place.

Her lips wrapped around his cock tightly and she sucked eagerly, saliva drooling down her chin as she tried to fit as much as she could inside her mouth.

But Mike was still talking and therefore still getting on her nerves. As much as she enjoyed being dominated, she hated that a nerd like him had the audacity to do it so nonchalantly.

Releasing his shaft with a *pop*, she looked up at him.

"I keep telling you to stop talking shit when your pathetic excuse of a cock is so close to my face, but you never listen, now do you?"

The frown creasing her forehead only deepened as she spoke.

"Then why don't you take it out of your mouth? You sure don't suck on it like it's a poor excuse. Stand up. I'll show you what a poor excuse for a cock can do."

Mike pulled her from her knees, jerking her arm. They were still pretty close to his car so he pushed her down over the hood, kicking her legs apart gently.

He reached between her legs to feel how wet she really was.

"Fuck you're wet. What, do you like it when I'm mean to you or something?" Mike was smearing her juices around, all over her pussy and ass, as he spoke.

He lined himself up behind her, knowing she could feel his hard cock. He was making her wait, only putting his dick between her very wet pussy lips.

"Tell me what you want."

"I don't take orders from losers like you," she uttered weakly.

Her whole body was squirming, her ass pushing back against Mike until the tip of his penis rubbed over her soft spot.

"You'd better put your fucking dick in, Wheeler."

Her warning was futile and she knew it. Even if he decided on being even *more* of an asshole, she was certain she would still end up begging for him to pound her. She was too wet at this point to not do it.

Mike was annoyed. She was being a bitch and it only reminded him more that she was *so not* Eleven. He was also still mad at himself for saying no to El, even if it *had* been just a dream.

And he was so hard right now. He could feel her warm pussy trying



to pull his dick inside even as she was threatening to just walk away.

"Take this then, slut. You should see yourself right now. You are naked, bent over my car, you're cunt is trying to suck me in no matter what your mouth says. I'm a nice guy. I might as well give it to you."

He didn't even warn her as he pulled back slightly and then thrust in hard, filling her in one stroke. He held himself inside for a few seconds.

"My cock is in you now." He was leaning over her, breathing in her ear. "Is that what you wanted?"

Max gasped, her eyes going wide at the intrusion. The initial pain was only intensified by Mike keeping himself buried to the hilt and it hurt so much she had to reach behind her back and try to push Mike's torso so he would take his cock out.

Her efforts were in vain though. He didn't budge at all and she knew he was waiting for an answer.

"Y-Yes."

She sighed in relief when Mike finally withdrew his cock only to shove it all the way back in and repeat the motion. It hurt so good she braced herself for the rough pounding, her hands gluing to the still warm hood of the car.

Mike knew he was probably hurting her but he was so angry he didn't care. And he had to admit to himself, she felt good. Like, so good.

As he pulled back the fourth time he thought maybe he should be just a little more gentle, but he wasn't going to stop saying things that would make her mad.

He pulled her up so that she was standing, still fucking her from behind, though more gently now. He was using long, slow strokes and he knew that if he hadn't been holding her up she wouldn't have been able to stay in the position.

He wanted to whisper in her ear as his cock slid in and out of her.

"You're such a slut. You blew Lucas off so you could fuck me tonight. What kind of girlfriend does that? But you're tight and I like that. Do you like fucking me more than Lucas? That's what you're good for. You wisecrack and you fuck."

Mike knew that would piss her off but she was also sighing and moaning as his dick rammed into her. He squeezed her breasts.

If she hadn't been so turned on and hadn't felt so good because of Mike's cock pounding her from behind, Max would've been infuriated with everything he had just said. And as much as he tried to make her admit the obvious truth, she would never do it. Lucas didn't deserve that.

But she *did* feel like a slut for doing it. In the rare moments she had gotten the chance to be alone and contemplate, her mind swirled with thoughts of guilt for what she was doing to her boyfriend.

She loved Lucas more than anything. He was genuinely the only good thing in her life. But he would never do what Mike did to her. He would never treat her like the slut she was and Max needed that to stay grounded.

She needed the abuse she had endured from her family like she needed air. But now that Billy was out of the picture, she relied on Mike for that. He wasn't half as evil as her step-brother, but it did the trick.

Especially now that she was moaning like the whore she was, rocking herself back on Mike's shaft as she tried to urge him to go faster.

Unbeknownst to Mike and Max, they had a spectator.

El had used the void to see what Mike was doing. She was hating herself for trying to force him into things he hadn't been comfortable with and she just hoped she could find him asleep so she could carry on a conversation with him in his dreams. It was the only possible way for them to actively communicate.

But much to her shock, he seemed more awake than ever now that he was fucking Max from behind in the woods...only ten feet away from

El.

The tears formed in an instant as she watched helplessly. Her heart was pounding so hard against her ribcage she felt like it could explode at any given second and all she could do was try to breathe but her throat felt stuck to the point she was getting dizzy.

Mike was getting into it, letting his cock pull almost all the way out and then shoving it back in. He was still squeezing her breasts so both of his arms were around her, embracing her. He was biting and sucking on her neck.

Something made him look up and he stopped moving entirely. His eyes were locked with Eleven's. She was so close he could see the tears in her eyes. His lip instantly started to tremble. His arms dropped away from Max and he stepped back. But then El disappeared. Mike didn't feel like fucking anymore. He only wanted to cry.

Max felt him slipping out of her dripping hole and slowly retreating.

"What the fuck, Whee-"

She stopped mid-sentence, watching the horror on Mike's features as he gazed into space absentmindedly. Her eyes followed his gaze immediately but she couldn't see anything. Only trees and bushes.

"Hey, what's going on?"

She was afraid. Whatever it had been, it seemed serious to the boy standing in front of her.

His penis was flaccid and his eyes teary and even though Max couldn't wrap her head around what had just happened, she still found it appropriate to close the space between them and grab his hand tightly. Her tone was gentle as she tried to make him look at her.

"You're scaring me, Wheeler. Please talk to me."

"Um, it's...nothing. I just thought I saw...a ghost I guess."

Mike pulled his pants back up and was already fastening them back.

"Listen, I'm sorry. I...shouldn't have called you those names. Come on, I'll take you home. I can't do this today."

Mike picked her clothes back up and handed them to her.

"I'll wait in the car."

"Okay..."

Max didn't buy any of his crap. She'd been around this town enough to know that it hadn't been a ghost.

Watching him leave, she sighed tiredly and put her clothes back on. That was definitely not how she had envisioned this night to go on, but a part of her felt relieved to hear Mike's apology. Moments like this made her stick around after all.

The ride back home was awkwardly silent. Not that it was any different from all the other times they had been stuck together without being able to fuck.

Once he stopped in front of her house, she grabbed the car door handle and lingered for a few agonizing seconds. She wanted to tell him it was going to be okay and that he had to get over her eventually, but she bit the inside of her cheek to stop herself from doing any more harm.

"Thanks," she mumbled and left the car right after.

After Mike dropped Max off he drove home where he fell into bed and let himself cry. He knew he'd seen Eleven. Or more worrisome, El had seen *him*. As he was fucking Max. He wasn't sure how that was even possible but he knew it had been real. Or maybe he was going crazy. Either way, the only solution at the moment seemed to be to cry.

At some point he must have cried himself to sleep.

**A/N: Sigh. Poor El.**

### 3. Chapter 3

I forgot to mention that this story was written well before season 3 (not that season 3 plays into this thing at all). The last day we worked on it was April 9, 2019. Anyway, I had the name Teenage Wasteland picked out well before any trailers that included Baba O'Riley.

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Eleven's small bedroom had become a mess. The fact that Hopper had a 24-hour shift had given her the opportunity to unleash every ounce of anger she had accumulated because of what she had seen earlier.

And yet, her blood was still roiling with nothing but pure fury. She was exhausted to the point she couldn't shed a single tear more, but her heart sure still felt like crying.

She needed to see Mike. He was the only one who could make her feel better even though he was the one who had caused her misery in the first place.

It didn't take long until she was able to find him in his dream, in bed and sleeping like an angel. Her smile was painful as she approached him, her weight dipping into the empty side of the bed before her hand touched his bony shoulder with reluctance.

Mike stirred, feeling something next to him. He rolled over and opened his eyes. He had to be dreaming again because lying next to him was Eleven.

And she looked like she'd been crying.

"El?" Mike moved a shaky hand to her cheek. After the day he'd had, he didn't care if it was just a dream. He needed to see her and hold her so badly.

It became a habit for her to melt against Mike's touches, but this time she wasn't going to allow it. Her hand slapped his away before he could reach her cheek and the sound echoed through the void.

"Don't!"

Her voice sounded harsh and fueled with anger and it didn't take long before she started crying again.

"You lied again! And friends don't lie!"

She yelled even harder, her upper body hovering over Mike as they were mere inches away from each other.

Visiting Mike in his dream was something she had hoped would soothe away the pain, but she didn't expect to become so angry upon seeing him.

To her, he was the same Mike. The same loving and caring boy that had found her years ago and she couldn't believe he had the guts to act the same now after everything he'd done.

"Why did you refuse me? You said you loved me," she cried even harder, her hands now grabbing both his shoulders as she shook them.

Maybe this *was* a dream. Maybe it was his id and his ego engaged in battle. Or maybe he was just fucking *crazy*. But at that moment, whether real or not, El was there in his bed, shaking his shoulders and yelling at him, crying, and Mike felt thankful still.

He decided to just go with it. Even if it was some strange dream, he could still think and rationalize and he knew he didn't want to wake up feeling like he had when he'd taken a nap earlier that day.

"El, I'm so sorry. I'm weak and you aren't here. She doesn't mean anything to me; that's why I do it. I need *you*. I'm sorry you saw that."

Mike tried again to touch her face. He was fighting back his own tears.

"If I could have *you*, you're all I'd ever want. I wouldn't even need friends. You'd be all I ever needed."

"You have me! You've always had me!"

Her jaw was clenched as she spoke, her hands finding his again before he could touch his face. Their fingers intertwined as she tried to keep him in place and she was gripping them harder than ever, her fury taking over her.

She didn't want to mention the earlier incident in which her emotions had gotten the best of her to the point she had become visible in front of Mike while he was fucking Max, but she couldn't ignore the subject either.

"So why won't you want me?"

She continued to yell before yanking her hands away from his so she could take her shirt off.

Her bare chest was illuminated by the dim light of the moon that entered Mike's bedroom and she knew she would have been more self-conscious if she hadn't been so angry.

"I'm a woman, too. So why don't you want me?"

She wiped her runny nose before grabbing Mike's hands again and forcefully placing them over her perky boobs. She was aware they weren't as big as Max's and maybe that was why Mike continued to choose the ginger girl over her, but she figured that if he had loved her as much as he pretended to, he could have easily overlooked that aspect.

"They feel real, don't they? Why won't you take me? Even if it's just a dream..."

Her voice became gradually softer as she spoke, but the grip she had on Mike's hands over her breasts remained just as firm.

Mike thought this must be what dying felt like. El was in front of him, crying and yelling at him because she was so hurt, hurt because of *him*, and it was killing him to watch her suffer. He felt his heart break when she ripped off her shirt, clearly wanting something he'd refused to give her. Dream or not, Mike knew that *this*, all the pain she was exhibiting, was caused by him.

She had hastily and roughly placed his hands on her breasts. He

knew he needed to make her feel better, even if it wasn't real. This might be all he'd ever get of her, these dreams, so he really shouldn't waste them trying to be altruistic.

"El, you're perfect." Mike started to squeeze her breasts lightly. "I *do* want you. You're the *only* one I want. But I can't have you. Usually. You're here *now* though. Would you want me?"

"Yes," she sobbed out of control, her eyes never leaving Mike's.

The tears forming inside the corners of his eyes didn't go unnoticed by Eleven and a part of her believed him. Maybe he was being this gentle because he truly loved her, but that didn't make her any less hurt that he still did those things with Max and not her.

"I want you to touch me like you touch her."

It had become an unwritten rule for her to never mention Max's name even though she still reminded Mike of what he had done.

In a swift motion, her thighs went to either side of his legs as she sat down on his crotch. She'd seen Max do it to Mike once before he had told her he wanted them to fuck so she just hoped she could squeeze the same feeling out of him right now.

"I want to feel you, Mike..."

She trusted him enough to let go of his hands as she pleaded, hoping that his fingers would continue to cup her breasts in ways that made her rub her front over his manhood.

Mike knew it was a dream but he was ignoring what he knew. El was straddling him and he was getting hard. She wanted him, that was clear. He didn't know if his guilty subconscious was trying to drive him mad by making it seem so much like El had seen him every time he'd done something with Max but right now all he could focus on was how she felt on him. How her legs felt on either side of his waist, how her small hands felt gripping his, how her breasts felt under his hands.

It wasn't like it was with Max. This was worlds better.



"El, I'll do anything. Whatever you want. I just want you to stay."

Mike pulled her down and kissed her before she could reply. His hands traveled down her back, going slowly so he could feel her skin. As he got to the waistband of her pajama pants he hesitated. They were still kissing but he had to ask.

"Are you sure?"

A nod was all El could do at the moment as her head buried in the crook of Mike's neck. She was amazed at how much her abilities had developed over years of visiting him. She could clearly smell him and the scent had remained the same throughout the years. It smelled like love and comfort to her, the two things he had provided her with when he had sheltered her years ago.

Eleven kissed Mike back. Her lips applied pressure over the pulsing juncture of his neck and she could tell he was just as nervous as her.

"I want us to be as close as you are with her. I want you to be inside me, too. Please do it."

Her plea was a soft whisper, her lips traveling over his before her tongue entered his mouth. That was the only thing she had managed to perfect so far so she felt confident in the act. Her right hand went to his hair as she manipulated his head the way she wanted and lapped at his tongue expertly.

Mike pushed her pajama pants down over her hips, sucking in a quick breath as he realized she wasn't wearing anything underneath them.

El helped him, kicking them off the rest of the way once they fell around her knees.

She was looking down at him, smiling her little half smile that had always made his heart melt.

He took a minute to look at her. She was no longer a child, but neither was he. He traced his hands over her, wanting to touch her everywhere.

Then he pulled her back down so he could kiss her. Kissing dream El was never a disappointment.

While he was kissing her he flipped their positions, landing on top of her as he rolled them.

"I've wanted this for so long. Tell me if I do something you don't like. I want to make you feel good."

He hadn't removed his own pajama pants yet. He wanted to make sure she was ready. He couldn't take his eyes off of her as he ran his hand along her thigh.

*I'm about to touch El's pussy, Mike thought, gulping.*

He watched her face as he made first contact. As his shaky fingers brushed against her lips, which were smooth and bare, as though no hair had ever even grown there, she sighed.

He took that as a good sign so he started to let his fingers dip in more. He could feel that she was already getting wet.

"Okay, wow, you feel amazing. I'm gonna put my finger inside you. Just relax."

He gently inserted one finger. His thumb had found her clit and he was bumping it, barely touching it. As his finger went in he rubbed her clit just a little more.

"Is that okay? I'm not hurting you am I?"

El shook her head so Mike added another finger. She was so tight, much tighter than Max. He shook the thought away, not wanting to think about Max while he was with El.

"Oh my god, you are so beautiful." Mike was watching her face as he stroked his hand back and forth, moving his fingers in and out.

El moved her hands to the waistband of his pants and Mike looked down, watching as she slid them over his hips. His eyes glanced back up at her face just as she saw his dick. She was clearly surprised. Mike smiled.

"Don't worry. I won't hurt you."

"I know."

Their eyes locked for a moment and El couldn't see anything but love and lust written on his features. She had been wrong; he wasn't lying about his feelings for her.

"I want to touch it."

Her hand aimed for his erection and before Mike could even react she was already stroking it. She'd seen his dick before, whether she had been spying on him whenever he had been lying in bed and had been jerking himself off or when he had been fucking Max.

But feeling it pulsing in her palm was different. Her lips parted in awe as she watched the slick tip popping out of her tight fist with every stroke and she sank in every little detail about his penis, trying to be aware of what to expect when it was going to enter her.

"Is it going to fit?"

She seemed nervous as she looked up at Mike and felt stupid for even asking. Of course it was going to fit. If Max had been able to do it, then so would she. She would do anything to have Mike the way *she'd* had him.

Mike couldn't speak at first. Having El touch his cock felt better than he'd ever imagined. He watched as she studied it, loving how interested she was. She'd always been interested in everything about him. He thanked his subconscious for letting him have such an amazing dream.

"I'll go slow. If it hurts just tell me," he finally managed to say.

He was still mesmerized by watching her small hand jerk his hard cock. Her fingers were covered in his pre-cum, which only made him want her more.

"Are you ready? Because um, I can like, wait, but I kind of really want to feel this slip inside you. If you want to."

"I am."

Eleven smiled wholeheartedly. She was anxious, but she had been dreaming of this moment for way too long to say no at this point.

Her legs spread wider on instinct as Mike positioned himself between them, aligning their bodies in a way where the head of his dick was already applying pressure to her entry.

She squirmed slightly before trying to meet him halfway, but she didn't expect it to feel so real. It hurt like it would have probably hurt in real life and this was another thing that she hadn't been aware of while visiting Mike in his dream. Sure, his kisses felt real and her body was on fire every time she would feel his touches, but she hadn't anticipated the endless possibilities of their interactions to feel so genuine.

The pain only intensified as he continued to gently push himself further into her, but she took it better than Mike had expected.

Once he was fully buried inside, her arms wrapped around his neck and she placed a gentle kiss on his lips, seemingly more relaxed than moments before.

"You can move," she urged him with nothing but love and reassurance.

*Holy shit, my cock is inside El and it feels so real!* Mike pushed in slowly, watching her face the whole time. Even if it was just a dream, he wanted to remember everything.

She was taking it. At first she'd had a look of pain on her face and Mike almost stopped the whole process but then she'd wrapped her arms around him and kissed him and he knew she didn't want him to stop.

"I'm gonna move slow. Just tell me if you want me to speed up or do it harder."

Despite how badly he wanted to sink himself deep and then really fuck her, he wanted to please her more so he made sure to be gentle. At least until she asked for more.

Eleven nodded, unable to make the small smile plastered on her face disappear. Even if she still felt a slight pressure inside her core, she was way too eager to be bothered by the discomfort.

She was finally having Mike the way she'd wanted. He was finally inside her and fucking her just the way he'd been fucking Max. *Or maybe not*, she thought. This in no way correlated to the way he had ever treated the freckled girl. His moves were slow and gentle, his voice soothing as he tried to reassure her in different ways that he would never do anything to hurt her.

And El liked the idea of it. She liked being the only one Mike was so careful with, but at the same time she couldn't ignore the tingly feeling in her lower region.

"Faster," she instructed over his lips, her hips pushing upwards so she could feel him deeper.

"Okay. If you're sure." Mike increased his pace, pulling almost all the way out before thrusting back in. He was holding himself up with his arms, trying to be as soft as he could, as though she was made of porcelain.

"Mike...faster."

Her lips lingered over his but she was no longer kissing him. Her eyebrows furrowed as she felt him slip in and out of her so slowly it became agonizing.

As much as she loved the idea of Mike loving her with all his might, she didn't enjoy feeling him hold himself back. She knew what he was capable of, she had seen him pound Max into the mattress until she was nothing but a moaning mess and El wanted Mike to have the same burning passion for *her*.

Huffing in slight annoyance, she carefully removed Mike from her form and made him lay down on his back before she climbed on top of him.

"I'm not gonna break, you know."

Her arm went between their bodies until she reached for his cock and

positioned it at her entry. She looked him in the eye the entire time and Mike's breath caught in his throat when he noticed how her lips pouted.

He felt like he had failed at making her feel good so far, but the thought soon vanished when she impaled himself on his cock and moaned, her lips curving upwards in what seemed to be pleasure.

"Oh, is that how you want it?" Mike no longer cared that this was some dream he was having. It all felt so *real*. So he decided to see what it was like to let himself go. Eleven was everything to him and as he watched her and felt her sink down onto his cock, watching her face and seeing that she liked it, he thought to himself *she's the Madonna AND the whore*, and it turned him on even more.

"You want to be fucked? Is that it? Show me what you want." Mike's hands were gripping her hips as she started moving faster, clearly used to how it felt to have his cock inside her.

"Oh, fuck, El. You feel so good. You're so tight."

Eleven propped her hands on Mike's bare chest for support as she rocked herself back and forth on his cock. It was nowhere near as fast and hard as his business with Max went down, but El felt like they might get there sooner or later. Even if it wouldn't happen today, she wasn't going to let him get away until she got what she wanted.

She looked down where their bodies were joined and she moaned before his words hit her ears and she smiled.

"Am I tighter than *her*?"

She heaved, partially afraid of Mike's answer. She was scared she wasn't anywhere near as good as the other girl, but that didn't stop her from questioning the boy beneath her.

"Tell me, Mike. Does my pussy feel better?"

Mike was shocked. This must be his mind melding together all of his thoughts and feelings. But it was just a dream and *holy fuck* it was hot to hear her ask that. He answered truthfully.

"Fuck, you're the tightest ever. You feel so much better. You're all I think about when I fuck her, unless she pisses me off and I feel like punishing her."

Mike continued, because the more he talked the harder she fucked him.

"Or wait, do you want me to be like that with you? Would you want me to use you like that? Because I could try but I love you too much to be mean to you. But if you want to be really fucked, I could do that."

*It's just a dream after all.*

Even though El continued to fuck herself on Mike's cock, she couldn't help but blush at everything he was saying.

She'd always wanted to have Mike entirely, whether that meant him being gentle or pounding her so hard it took her breath away.

But ever since he'd been sneaking around with Max, all she could think of was Mike doing the same to her.

"Please do it. Fuck me harder than you've ever done it-" *to her*, she added to herself but refused to say it out loud. She preferred this to be about her and Mike only.

That was all Mike needed to hear. He pulled her down to him fast, not letting his dick slide out of her. He kissed her hard.

"I try to never kiss her. I mean, I *have*, but it's only to get something I want. You're the only one I want to kiss," he whispered right before he flipped them both over, leaving El on her back underneath him. He didn't try to support his weight this time, letting his body press fully against hers as he started to slam into her harder. He could feel her breasts squished against his chest.

"Holy fuck, either this dream is fucking with my head or my cock was made for you. This is the best feeling ever. Do you like it? Do you like how it feels when my cock is inside you? It's so hard because you're so *hot*. I never want to stop."

His words were coming in the same rhythm his hips were moving. He was going balls deep every time now. Hearing El's moans only made him fuck her more intensely.

"I can tell that you *do* like it. Fuck, you're the sexiest thing ever."

"I like it," El whimpered in pleasure, her hands roaming all over his back before she settled them on his ass and encouraged him to go as deep as he could.

The pain was still there, but the pleasure was so overwhelming that everything else became insignificant at that point.

"And I think...you *were* made for me. My pussy was made for you," she managed to mumble between heavy breaths and had decided she liked *this* the most; feeling Mike's bare skin burning over hers while he pounded her hard into his bed's mattress was an indescribable, yet palpable experience. It all felt so real.

Mike kept fucking her hard, his bed squeaking with his forcefulness.

"See if you like this."

He pulled out of her, not failing to notice how she looked suddenly disappointed when he did. He pulled her up and off the bed. He was behind her and he took a minute to wrap his arms around her, hugging her tightly.

"You can just tell me if you don't like this," he whispered as he held her.

Then he pushed her forward so that she was leaning over his bed. He ran his cock over her ass before letting it come to rest between her legs. She squirmed as she felt him there. Mike used one hand to line himself up.

"El, put your hand between your legs so you can feel me slide my dick back into you."

She did and Mike's cock twitched when he felt her touch him. The feeling combined with him squeezing his rod into her tight hole was almost too much.



But he wasn't gonna cum yet. No way.

Once he was inside he held on to her hips and started to speed up.

El could barely hold herself from falling face flat onto the sheets as one of her hands continued to feel Mike's cock slipping in and out of her pussy. It was almost too much to bear, the end of her palm pressing on her clit while she was being pounded from behind.

She didn't want to finish like that, though.

Raising herself up until her back was flushed against Mike's chest, her hands traveled to his so she could guide them over boobs. She wanted to be fucked just like *her*.

"I wanna cum on your cock like this."

Her back arched enough that her ass stuck out, giving Mike the opportunity to fuck her as hard as he could.

Mike thought it was the most perfect dream he'd ever had. This was exactly what he pictured every time he closed his eyes, especially when he was using Max, wishing so much that it was El he was fucking.

And now it *was*, and she wanted him to do it like this? Doing it this way meant he got to fuck her *and* hold her. He liked how it felt to know he was the only thing keeping her from falling. He liked how she trusted him.

Every single time he'd fucked Max in the same position he'd kept his eyes closed to keep his mental images all Eleven.

"You're so good at this. I fit inside you so perfectly and you sound so good when my cock makes you moan. I hope it feels as good for you. Because, El? This is the best feeling ever. Nothing can match it. You want to cum on my cock? Do you have any idea how sexy that is? How much I want that too?"

He reached around and covered her hand, which was still rubbing her clit, with his own, their fingers working together.

Mike slowed his rhythm so he could get deeper. He was holding her against him with one arm over her chest and the other around her waist so that his hand could play with her.

"I'm not gonna cum until you do then. All I want right now is to feel you cum all over my cock and to hear how it sounds when you do." He was close to her ear as he spoke softly, kissing her neck just after.

Eleven thought she knew what to expect from her own orgasm. She'd done it before, touching herself late at night or when Hopper wasn't at home. The object of her fantasies had always been Mike and she would have been lying if she had said she hadn't done it even more often ever since she had seen him together with Max. She hated being turned on by it at first, but she had grown to accept the twisted feelings that took over her as she laid in bed and touched her clit thinking of Mike doing those things to her instead of to Max.

But now that she was experiencing it, she had obviously underestimated the effect he had on her. It felt irrefutably better to have his own hand playing with her soft spot while she was being pounded from behind.

"Mike...I'm gonna cum. Please cum in me after. I want to feel...your cum inside me," she pleaded through powerful strokes, her fingernails digging into Mike's arms as he continued to fuck her with long and hard thrusts.

"Oh, Mi-Mike...I'm..."

She was an utter mess, her thighs forcing Mike to stay inside her as she came harder than ever, her knees shaking while he continued to support her.

Mike couldn't believe what he was hearing. It was the best sound ever, hearing her announce that he was making her cum.

"Holy fuck. You're cumming on my dick. I can feel it. Oh, shit, El. I can't...oh fuck...cumming...El, I'm cumming in you..."

He was so out of breath that he panted his words. He had just felt her cum all over his hard cock and it had made him erupt harder than

he'd ever imagined. Definitely harder than he'd ever cum with Max.

He held her close to him as they both tried to control their breathing.

"I love you so much. You're the only one I'll ever *really* want. I wish I could have you."

He kissed her shoulder and then the two of them both collapsed onto his bed. Mike loved how she immediately snuggled against him.

"If this was real I'd always be happy. I know it's a dream but it's the *best* dream."

*Maybe one day it will be real.* El didn't dare to say it out loud. Mike was smart and she had already sensed his doubts about his dreams. The last thing she wanted was to put Mike in danger and so she was forced to keep herself quiet.

"I'll have to go soon."

Hopper was supposed to get home early in the morning and she didn't want to get caught visiting Mike again.

"But I'll be back, I promise."

She allowed herself to stay there for a few more minutes and feel Mike's heartbeat against her ear. Their limbs were tangled together as she lay her head on his chest, their spent and naked bodies heating each other and she was certain she had never been happier in her entire life, even if Mike thought none of this was even real.

**A/N: It would suck to wake up after a dream like that, I must say. Everyone in this story is having a hard time.**

## 4. Chapter 4

I'm posting two chapters today because there are a lot of chapters in this story and because I have them to post. I'm hoping to finish up the basement story this week and then I can focus on finishing this one. I have a feeling I need to add more than I originally thought. Hazard of something starting as a joke and ending up really special...

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The warmth of late April crept into the school via the open doors. The weather had been nice lately, the rains giving way to warm breezes, and the windows and doors were left open on a lot of occasions. It wouldn't be too long before it was too hot for that but for the time being, the teachers thought it was nice to have the subtle breezes blowing through the halls and to be able to smell the flowers in the flowerbeds outside. The bell not having rung yet, the high school corridors were almost empty, Max and Lucas were the only ones standing in front of his locker as their voices echoed through the bare halls.

"I'm not some fucking bimbo!"

The locker door was slammed shut by Lucas before he finally turned to look at his girlfriend. She was angry, her brows furrowed as she clenched her notebooks to her chest and looked at him in disbelief.

"I was just suggesting. You don't have to be a bitch to me, okay?" He shot back at her, his voice aggravated.

When he had told Max that she should wear skirts sometimes he hadn't thought much about it and he had clearly not anticipated such a bad reaction.

His words stung though and Max was on the verge of tears despite the fierce façade.

"Asshole," she whispered through gritted teeth before storming off in the opposite direction of Lucas.

She was mad beyond words and couldn't even understand why and the fact that the school bell just rang didn't help her find an answer to the initial problem because now she also had to deal with the crowd of students and push them out of her way.

One of them happened to be Mike. She was able to tell because he was refusing to move aside, which not many people had the guts to do.

She gulped, her bright blue eyes staring back into his for a split second. Mike could intimidate her at times, but she was way too furious to be bothered by that now.

"I know you have the key to the AV room. Be there in ten minutes and you'd better fucking be there," she warned, fully aware that there were too many loud people in the hall way for someone to hear their conversation. Her hand shoved him aside right after as she made her way to the bathroom.

Mike was a little surprised. She wasn't usually so demanding. He could tell that she was super pissed about something. He did indeed have a key to the AV room and his next class was art, a stupid elective for him, and none of his friends were in that class. He could definitely skip and not be worried by it.

She'd seemed so annoyed that he thought maybe he could really benefit. Maybe he should feign caring and see what he could get out of it.

The thing with El had all been a dream. He was sure of it. Okay, it had been the *best* dream he might ever have in his lifetime but she was gone and he knew there was no way he could have her.

Max was into his cock though, she liked how he talked down to her, and he liked how he got to fuck a girl. So he was always up for messing around with her. He'd always be hopelessly in love with Eleven.

But Eleven was in the past and in his dreams. Max was *here*. And she wanted to meet him soon. And she seemed mad. Mike would be there.

Max hid in the bathroom stall the entire break. She couldn't get over her argument with Lucas and although she was far from crying at this point, the anger still coiled in the pit of her stomach.

When the school bell rang and the corridors were clear, she rushed to where Mike was supposedly waiting for her and she was relieved to find him sitting on the desk, his ankles crossed as he quirked up an eyebrow upon her presence.

The key was already in the door knob and she used it to lock them inside, contented that Mike had already pulled the blinds down.

Her clothes were soon scattered on the floor as she approached Mike before she unzipped his pants. She didn't bother taking them off, only freeing his limp cock from his boxers before she started massaging it. Her eyes refused meet Mike's as she only focused on working up his cock with slow strokes and she was pleased to see it coming to life. That was her cue to put it in her mouth so she did, her tongue flicking on the underside on his shaft before she finally glanced up at him.

Mike had known their meeting would most likely turn sexual but Max's surety excited him. Usually it was him who initiated things, although he knew for certain she always wanted to.

He watched as she took his cock out of his pants and was helpless as it started to get ever harder in her hands.

"Oh, fuck. What spurred this? Don't get me wrong, don't stop, but why are you, oh shit your tongue feels good, doing this right now?"

"None of your business," Max mumbled through a mouthful of dick before she took it from between her lips and started licking it thoroughly. She wasn't going to tell Mike about her love issues. Even though he was practically their friend, she had always considered it best to keep this twisted affair separate from her relationship with Lucas. She felt the need to protect it from Mike's mean remarks, although she was aware that he was only being a dick to *her* and never to Lucas.

And she didn't even want to talk about that now. Not when his cock

throbbed against her tongue in ways that only made her pussy wet.

But Mike's bashful demeanor didn't last long and Max soon found her head trapped between his large palms as he tried to keep her in place and fuck his cock in and out of her mouth. She wasn't having any of that today. Although it turned her on to know that Mike wanted to deep-throat her, her tone was bitter and mocking as she spoke after shoving his hands off.

"You don't get to do that today, nerd."

Standing up, her eyes scanned the room before she found an extension cord and she yanked it off the wooden desk. Mike seemed taken aback as she approached him again, her fingers playing with the cord while she took slow, deliberate steps toward where he was sitting and jerking his cock in a tight fist. Her smile was present, but it was obvious that she was still not at peace.

"You seem extra angry today. You need me to lessen that frustration? I don't know what you were planning to do with that cord but I have some ideas that'll make you forget whatever it is that made you mad."

Mike reached for the cord and pulled it from her hands. She'd probably been planning to tie him up but he wasn't going to let her do that. He was still sitting on the edge of the desk.

He hopped down, his cock bobbing. It was still wet from Max's mouth. He was in front of her in an instant, running his hands over her breasts. He was being gentle but knew soon things would take a bit of a rough turn.

"I don't think there's ever been a naked girl in the AV room before. And I *know* no one has ever been fucked in here. Not the way I'm gonna do it."

There was a heavy metal shelf by the wall and Mike pushed her toward it, spinning her so that her back was to him. He raised her arms and held them in place one at a time while he used the cord to secure her wrists to the shelf. He made sure not to tie her too tightly but she definitely wouldn't be going anywhere.

"No, don't even-"

Max gasped before her legs followed Mike to where he wanted. Her plan of tying him up had apparently failed as she found herself trapped in front of the shelf, her exposed ass right in front of Mike's crotch.

She made a small whimper sound that only emphasized her frustration as she kept her thighs together, squirming and trying to free herself. She wasn't against the idea of Mike binding her with the extension cord to the shelf, but it was still annoying that he went against her plan. She would have lied if she had said it didn't turn her on, though.

"There, now you won't go anywhere. Not that you would. I know what you want."

As he spoke Mike was still running his hands over her. He could feel how hard her nipples had gotten and it wasn't at all cold in the room. His hands went lower until one was on her hip and the other was lingering right above her pussy, but not touching it yet.

"I'll take the whole hour if I want to," he murmured into her ear.

His cock had different plans though and was twitching every time it touched her ass as he moved. *Well, she doesn't have to know I can't wait that long.*

"No, you won't."

Max's breath caught in her throat. She wanted so desperately to be touched but Mike was still teasing her and she didn't know whether to push her front over his palm or her ass against his hard cock. All she knew was that she wanted to come into contact with a part of him that would release some of the tension that had built up. If only he hadn't restrained her arms.

"Hmm, you sure are moving a lot for someone who's tied up. Is there a reason for that? Are you trying to reach something?"

Mike teased her more, knowing exactly what she wanted and what she was trying to do.



"I'm sure you wouldn't keep running that mouth if I wasn't stuck here."

She knew that was a lie. Mike was regularly teasing and degrading her whether she was able to fight back or not. Her legs parted slightly while she tried to reach Mike's cock but he was purposefully backing up so she wouldn't be able to.

"Mike, please," she mumbled in defeat. She had rarely referred to him by his name, but today was a desperate situation because all she wanted was to forget about her argument with Lucas.

She said his name. Mike thought that was odd. He glanced at his watch and noticed that he did kind of need to hurry up. He moved his mouth close to her ear.

"Well since you asked nicely." He touched her then, dropping his hand lower.

"Fuck. You're so wet. Are you more turned on because you can't move your arms or because you're just craving my dick?"

He bent his knees slightly so that he could allow his cock access to her slippery pussy, so covered in her own arousal. He was coated with her juices and could easily slide himself back and forth, still not entering her and giving her totally what she wanted.

His hot breath fanned over her shivering skin and she had immediately regretted addressing him that way, but her redemption came quickly.

"Just fucking do it, jerk," she spat out, relieved that she found the strength to be genuine again despite how badly she wanted to be fucked.

Mike chuckled. "There's the bitchy girl I know."

Her legs were spread already so Mike just inserted the tip of his dick into her.

"Now close your legs and suck me in."

Max did. With her legs closed she was even tighter and he held her hips with his hands, keeping his pelvis glued to her ass as he started to rock them both back and forth.

He thought she looked sexy tied to the shelf, completely at his mercy. Her arms weren't so far above her head that he couldn't bend her at the waist a little so he could get deeper.

"Does my cock feel good? Is it taking your anger away? You want it to be your personal magic wand?"

"You wish," she moaned, her ass pushing back against him but was disappointed to feel the fabric on her cheeks.

"Take your shirt off."

Mike complied while his cock was still inside her and she sighed as soon as their skin came into contact. His was burning hot, unlike hers who had been exposed to the cold air for a while now. It only turned her on even more and she sought the warmth over and over again, her hips pushing back to meet his thrusts.

"Can't...be...too...loud," Mike whispered, his cock starting to slam into her with more force. He covered her mouth with his hand. Her skin was smooth against his chest and his mind flashed to Eleven for a second, making him frown, but then he brought himself back, forcing himself to stay in the moment...and at the moment he was balls deep in Max and she was tied to a shelf in his precious AV room.

"I might even let you cum today. I'm feeling generous. And then every time I'm in here I'll know I made you cum standing right here. And you'll know it too."

Max's eyes popped wide open as Mike's large hand covered her moaning mouth. All she could do was mumble against it now that he started slamming his cock faster and stronger inside her slick cunt.

She lamented into his palm, hissing and gasping at every particularly hard thrust that he would make against her ass and she knew it was going to be stinging red once they were done.

From their position, with how he had her legs together and how hard

Mike was now fucking her, his own legs were almost as wet as hers.

"Fuck, I'm gonna reek of sex in my next class. You'd better make me blow hard. Make this worth my time and...*effort*." He emphasized his last word by thrusting in hard and then pulling her back onto him as much as he could. Her feet almost came off the floor.

As Mike noticed that when he'd pulled her back her feet lifted a little, he did it again. She was basically hanging on the shelf and sitting on his thighs. He removed his hand from her mouth so he could keep her there while still being able to move his cock.

"Be quiet."

He let one hand slide to her clit.

"If you're quiet I'll let you cum. I'm gonna cum inside you when you do. I don't even care if that's okay with you."

Max was usually against him cumming inside. She was on the pill already, but she had always feared that Lucas might want them to have sex and notice someone else's cum oozing out of her pussy. But today that wouldn't be the case, she was still mad at her boyfriend for wanting to change the way she was and then calling her a bitch, so Mike was more than welcome to fill her up with semen.

So she complied with his orders and tried to be as quiet as possible while he pounded her into oblivion. But she soon found it too difficult to stay silent while her feet were swept off the floor and his firm grip on her body was the only thing that kept her in the air. Her ass was slapping against his thighs with every forceful thrust and the fact that he was currently abusing her clit didn't go hand in hand with their agreement.

"Oh, shit...that feels so...good," she couldn't help but moan, her inner walls starting to contract around Mike's cock. He really *was* going to make her cum, she realized.

Mike didn't usually care to try to make her climax but there was something about being in the AV room, about how she looked tied to the shelf, something about how she'd demanded that he be here

waiting for her that ignited a desire to feel her cum all over him. That and wanting to always have the knowledge that he'd made her cum in his AV room while they were supposed to be in class.

And now he could feel it. Her legs were trembling on his as her cunt tightened, rhythmically pulsing and massaging his hard cock.

That was all Mike could take.

"Fuck, yeah, cum on my cock. My cock makes you cum the hardest. Oh shit."

Mike felt himself cumming and a half a second later was gripping her hips even tighter and pulling her down as he emptied into her. It took him almost a minute to completely unload and pull out.

"My jizz is dripping down your legs," he said as he picked his shirt up.

"Uh...I'm still stuck?!" Her tone was exasperated as she squirmed and tried to free her wrists from the constraint caused by the extension cord. The more she moved, the more she could feel Mike's cum running down her legs.

"Maybe I should just leave you here. Let the school know what a slut you are." He was kidding but she couldn't see him.

"Oh, here." Mike undid the knot on her right hand. "You can do the other one."

He couldn't help but notice how red her ass was from how hard he'd been slamming into her. He resisted the urge to touch it.

"Better hurry. Bell's gonna ring soon."

"Yeah," she replied exhaustedly before starting to put her clothes back on.

"Thanks for coming." It took her a second to realize the innuendo and she added in a hurry, "here. I mean- in the AV room." She was mortified for a second but hearing Mike's laughter loosened her up and they grinned together. As much as they both seemed to hate each other, they were still sort of friends.

"Lucas told me I should start wearing skirts," she blurted all of a sudden, her gaze avoiding Mike's. She found it hard to discuss issues regarding her boyfriend with him but they seemed to be on the same page today. "I'm not like that, you know..."

"I doubt he was trying to make you mad. He loves you, Max. He thinks you're pretty no matter what you wear but he probably was just wondering what you'd look like in a skirt. But he's also *Lucas*, he's not gonna back down from an argument. You should just give him a break. Don't be so hard on him. I see the way he looks at you. It's like I used to look at-"

Mike hung his head, then shook it.

"Trust me. He'd do anything for you. He's lucky that he has someone to do anything for. You are too."

"I know..."

Max could feel her heart breaking every time she remembered that Mike was still in love with someone he'd spent time with for just a week. It wasn't because she was in love with him; that was far from the truth. She still loved Lucas with all her might, but she felt bad for Mike. Their other friends would sometimes mention how different he used to be before Eleven left and although Max didn't know him back then, she could tell he wasn't in a great state of mind right now.

"Maybe she'll come back one day," she murmured, almost afraid of his reaction. Eleven had always been a touchy subject, but she felt the need to comfort him just the way he'd tried to comfort her about Lucas moments ago.

Mike was feeling melancholy all of a sudden.

"I see her in my dreams. It kind of fucks with my head but at the same time I don't want it to ever stop. And you know what's weird? She's like, our age. Her hair is longer. It's like my dream version of her looks like she would look now. If she was still here."

"That's better than nothing, I guess." Max offered him a sympathetic smile. She couldn't fully grasp the concept of dreaming a grown up

version of someone, but the way his eyes sparkled with hope and longing made her realize that it didn't even matter because Mike loved this girl from his dreams.

The bell rang right when she was about to grab his hand and hold it and she was relieved that it startled her to the point she retracted her arm. Even though they sometimes fucked, something as casual as holding hands was still awkward and probably inappropriate for them both.

"You should go. I'll leave after it rings for class."

"Yeah. Um, see you later. That was...yeah."

With that, Mike was out the door and headed down the hall.

**A/N: Mike really is still our beloved Mike, this is just a different side of him. If he thought for a second that Max didn't want what he was doing, he wouldn't do it.**

## 5. Chapter 5

**Just wanted to mention that not all of Mike's dreams are El visiting him. Sometimes they are straight out of his own brain. This is one of those times.**

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As of late, sometimes Mike's dreams had become quite surreal. He of course didn't realize that sometimes he wasn't really dreaming at all; that sometimes El was visiting him and what he thought was a dream was really a manifestation of how her powers had improved and how she could use them. But only El knew for certain when those times were and she didn't visit him *every* night. He'd been asleep for a while one particular night but his dreams hadn't been anything special. He was dreaming now about being in a girls' locker room of all places. He was hiding behind a small partition and he watched the girls' field hockey team come in from practice. The girls swiftly disappeared though, leaving only two.

Mike watched as Max and El started stripping off their gear so they could shower. Much to his shock, El grabbed Max's hand and pulled her toward the shower stall. The warm water soon started dripping down their naked bodies and Mike couldn't believe that they were pressed against each other, their breasts touching as they smiled.

They weren't even speaking and now they definitely couldn't speak because El kissed Max's lips, their mouths open and Mike could definitely see the girl he loved so much languidly sucking on Max's tongue.

Max wrapped her arms around El's smooth body, her hands soon moving to El's already wet hair as they kissed. She gripped the sides of El's head lightly so she could maneuver it, tilting it so her tongue could slide further inside El's mouth.

"Wait until I get you back on the bench," Max breathed between kisses, her tongue only coming out of El's mouth enough for her to speak.

"Maybe I can't wait until then," El replied mischievously before biting

Max's bottom lip. She lingered for a while, nibbling on the plush flesh before her mouth moved lower down south. Her knees bent as she started kissing Max's right breast while her hand massaged the other one.

Mike was watching from a distance, scared to be seen peeking on them, but even that didn't stop him from groping his hardening cock to release some of the tension.

He continued to watch as El went even lower until she was sitting down on her knees and parting Max's legs enough to admire her pink pussy. Her finger traced the outer lips curiously before she pressed her mouth to them. It was like kissing Max on the mouth; her lips and tongue making the same motion on her pussy before she pulled back and looked up at Max.

"I want you to cum on my mouth before we're done. Will you do that for me, please?" She seemed so innocent and eager to please the ginger girl, her stance showing nothing but obedience and lust.

Max stood looking down at El, positioned between her legs and currently running her fingers softly over Max's pussy.

"Okay. Make me cum then." Max looked her in the eyes as she touched her cheek.

Mike watched, hidden, just a few feet away. He saw El's tongue start to tease Max, her completely shaven pussy welcoming El's tongue. The water was still falling on them as Max spread her legs apart more.

El leaned her face into Max's hand before kissing it. They looked like they were in love and Mike frowned at the scene, suddenly upset that he was completely out of the picture.

He quickly got over it though when he noticed as El went back to Max's pussy and began licking it thoroughly, wet lashes made by her tongue going up and down between Max's labia before she seemed to focus somewhere under her clit. Mike figured El was pushing her tongue in and out of Max's hole now and considering the way the freckled girl was moaning he assumed he was right.



Max seemed like she wanted to watch everything. She finally had El's head between her legs and she could look down and watch her lapping at her cunt.

"You want me to cum in your mouth? You should use your hand too. So we don't run out of hot water."

Hearing them talk to one another might be the end of Mike. He thought his mind might explode right there.

"Then let's stop wasting it," El smiled and pressed one last kiss to Max's pussy before standing up and turning off the water.

Mike watched the girls going back to the locker room. They walked right past him as if he wasn't even there and that was when he realized he could do whatever he wanted. And right now all he wanted was to jerk himself off.

He pulled his cock out and started stroking it slowly while El pulled the readhead closer to her. They were both standing next to a wooden bench but El decided to kiss the other girl again while her fingers traveled down between their bodies until they reached Max's cunt. She plunged two fingers in and Mike could see how the action split the other open and he moaned unabashedly, the moment too erotic for him to keep quiet. His hand started working faster on his cock, his fist tightening around his girth.

Mike watched as El's fingers moved in and out of Max. He could hear both of them sighing. Then with El's fingers still inside her Max pulled her closer and kissed her.

They were both still wet, their hair dripping water onto the floor.

Mike could see water droplets glistening on their bodies as they moved.

Then without breaking the kiss Max started to push El backwards. There were gym mats stacked up and she was walking El backwards toward them.

As El's knees hit the edge of the mats she fell back, Max on top of her.

"This will be better than the bench," she explained as she moved to El's neck.

"I want to have room to rub my clit on yours."

Mike's jaw dropped.

El nodded and Mike could easily see how excited she was when Max straddled her hips. She kept her legs spread as wide as possible and he figured it was because it was easier for Max to reach her clit from that position.

He didn't miss the moment in which El's hands came into contact with Max's ivory ass cheeks, kneading the soft flesh with her fingers.

He watched, his hard cock in hand, as Max's pussy came into contact with El's. In this dream they were both shaved, or waxed, Mike wasn't sure what the fuck girls did, but he could see that they were both bare and from where he was standing it looked like their pussy lips were kissing.

Then his mind started fucking with him.

"Mike doesn't fuck you like I can, does he?" Max was saying as she started to rub herself back and forth on El's mound. He could see how wet they both were...and not from the water.

"No," El whimpered under Max's body, her hands guiding the girl on top's ass back and forth so their pussies could come into contact.

Mike continued to stare in awe, not even bothered that someone could fuck El better than he could. Everything was too hot for him to be mad and he stroked his cock faster, his mouth parting the moment he brought his other hand to his balls and he cupped them firmly.

What startled him was when he accidentally made eye contact with El and that was when he realized they could in fact see him. At least he thought El could. He stopped for a second, mortified that they would end it all because he was there. But instead, he was dumbfounded to see El grinning at him.

"You can join us, Mike...it's okay. Right, Max?" She tilted her head

back to look at Max and fondled her breasts.

"You like watching us, Wheeler? Like watching me trib your girl? She's really good at it too. It's like she likes it *more*. Right, El? You can come closer so you can see. Should we let him touch us, El? It's up to you. If you want to just make him watch that's fine with me. He needs to see how you look when you're really feeling good anyway."

Mike knew he should have been annoyed, what with Max smirking at him, but the entire time she kept gyrating her hips and their pussies were rubbing together and he could hear squishing noises and El really *did* look sexy as fuck while it was happening so being angry was the last thing he was.

"But look at his face. He really wants it."

El pouted as she looked at Mike and he couldn't even tell if she was mocking him or being serious. He didn't care though. All he wanted was to at least get a closer look so he knelt down before their bodies. His mouth was agape as he stared at Max's pussy lips spreading over El's, their swollen clits kissing over and over again.

He didn't dare to do much, only letting his fingers trace over Max's ass and El's pussy, teasing them lightly while he continued to caress his cock with faint strokes.

Max stared talking again. Mike was behind them, watching the show up close.

"He's touching us, El. Damn his fingers are long. He fucks me sometimes you know. He's an asshole about it but sometimes I cum really hard. I bet he'd always let you cum hard. And here he is now. Look at how hard he is watching us."

Mike stood up, feeling bold, and started to lightly rub the tip of his cock over Max's ass crack, all the way down until he could feel the heat from their locked pussies.

"He wants to play. Should we let him?"

"I say we should. But only if he promises to be a good boy. Do you promise, Mike?" El asked over Max's shoulder, her eyes twinkling

with mischief.

"I promise," Mike mumbled way too quickly. He got closer to them in an instant, his cock rubbing both their pussies before he buried it right between them. He placed his hand on Max's lower body and guided her until she was flushed against El, their boobs pressing together.

He guessed they were now kissing since neither of them teased him anymore, so he started rubbing his member between their cunts. Max's outer lips enveloped around his thickness while he stroked Eleven's clit with the underside of his cock.

"Oh shit, what's he doing? Fuck, Wheeler, that is, oh fuck, your cock is between our pussies?"

Max grinded herself onto him, pressing him more into El.

"Okay I'll let you do that, but only because El asked and only because, oh shit, it feels good and I feel sorry for you."

The feeling of being smothered in their pussy lips was undeniably the hottest thing Mike had ever encountered. They were moving as one being.

He wondered if they'd be up for letting him fuck them both while their wet pussies were still flush against each other.

El moaned as Mike stroked both their pussies with his cock. She wrapped her arms around Max's body, caressing her back until she let her hands rest on her ass cheeks and pull them apart.

Mike looked down in awe, gazing at El from time to time only to see her staring back at him, her pupils dilated from overstimulation.

"Mike...put your cock inside me, please. I want to feel her on my pussy again," El pleaded, her eyes never leaving his as she bit into Max's shoulder gently.

Mike couldn't refuse her request. He'd promised himself he'd never do that again. When El bit Max's neck a tiny bit of cum shot out of him but he was mostly staying in control.

He ran his hands over El's smooth thighs, which were still pushed back by her head, and gave her what she'd asked for. It was a tight fit and he could still feel Max on him. With Mike's cock inside El, Max feverishly brushed her swollen clit against El's, like they were reaching for each other.

"Oh, that's right, Mike. Fuck me. He's a good boy, see?"

He could hear the joy in El's tone as she was talking to Max and he moaned, his head collapsing onto Max's back for a second as he tried to get used to the feeling of El's tight cunt.

When he raised himself back up he didn't waste any time in giving El what she had asked for, his cock fucking her with slow and deep thrusts that left her groaning. Her voice was muffled so he could only guess she was kissing Max again, his mind trying to picture how hot they looked sucking on each other's tongues.

"He's free to fuck you, too, Max. He can fuck us both. His cock is covered in my juices and it's gonna enter you. I *want* them to enter you."

Hearing El saying that only made Mike push himself further inside until he could hear her breath getting caught in her throat and he smirked, proud that he was doing a good job.

"Yeah, do it, Wheeler. Shove that big cock into my cunt while I'm stroking her with my clit. She wants you to. You always give her what she wants."

The way El was talking was such a turn on but Mike discovered that Max was being her usual snarky self and it made him want to punish her a little.

Mike pulled out of El but didn't go far. In one lustful stroke he buried himself in Max, causing her to rub El even harder.

"Jesus, don't split me open, Mike." He had surprised her so much that she used his first name.

Mike watched El the entire time. Max was moaning and so was El but that was because of how Max was moving on her.

Mike didn't want Max to be the one who made her cum but he wasn't sure he'd get a say. What they were doing looked hotter than anything he'd seen.

He could see how gentle El was with Max after she complained about him being too rough and his heart melted. It was the same sweet and caring El he knew, her hands rubbing soothing circles on Max's back and ass while he continued to pound the girl hard.

Both girls were moaning and he couldn't help but join them, going silent only when he felt a hand gripping his cock and stopping him from entering Max again. It was El.

"I wanna switch."

Mike was confused for a second but he slipped out of Max and sat back on his knees as he watched El gently push the ginger girl off her until their positions reversed and Max was the one on the bottom. They were almost diagonal now on the mats. El quickly mounted the girl's mouth with her cunt while her own lips pressed against Max's pussy and she swirled her tongue around her clit while looking Mike in the eye.

"Come fuck me," she whispered before going back to licking Max and Mike didn't need to be told twice. He hurried behind El and knelt once again, glancing at Max sucking on his girl's pussy before he entered it. His cock brushed against Max's tongue and he hissed, the pleasure too overwhelming.

Mike tried to stay quiet, wanting to hear the sounds they made as they lapped and sucked and kissed each other's pussies, both of which he had just tenderized with his dick. He could also hear his balls slapping against El's ass as he delivered long, deep thrusts to her tight, wet cunt.

He could see Max's red hair spilling onto the gym mat as she massaged El's clit with her tongue while Mike's cock pistoned into the girl he loved.

He felt the movements of El dipping herself down more onto Max's mouth involuntarily as she was being pleasured and he tried to

steady her by holding on to her hips.

Then he felt Max shift a bit until her tongue was licking his balls. She was alternating between Mike's balls and El's cunt.

Sometimes she was licking his shaft as he rammed it into El, who was busy moaning into Max's pussy, not even holding herself up any longer, just lying directly on top of Max with her face buried, licking Max's twat, and her legs straddling the girl with her ass raised just enough to allow Mike entrance and to allow Max a tiny bit of breathing room.

Max's tongue on his balls and cock while he fucked El was driving Mike insane. He was constantly holding onto El's ass, massaging and gripping it until he left marks that made his dick twitch inside her cunt.

But when Max abandoned El's pussy to suck on his balls it was too much to bear and he figured it'd be better if he kept the good boy act and warned them beforehand.

"Oh, might cum. Might...oh fuck, cummi-"

He stopped mid-sentence when Max put her hands on his balls and clasped them tightly, leaving him incapable of shooting his load inside El's pussy.

Before he knew it, Max lifted El off her and they both sat down on their knees in front of Mike's cock. El was the first one to make the next move and Max soon joined her, both of them licking each side of Mike's rigid member. Their mouths would meet at the swollen tip and they'd encircle their tongues together before going back to stroking his cock with their lips.

"Cum on our faces, Mike. We want to see you cum," El glanced up at him with puppy eyes as she spoke.

The sight was just too much for Mike. Both girls naked on their knees in front of him, both licking his cock at the same time, was too hot. And El was looking at him with those eyes he dreamed about so often, just like he was dreaming now, as she slowly ran her tongue

along his shaft; swirling it when she got to the head, never looking away from him.

"Shit. Oh fuck, cumming now."

He didn't have time to try to be a gentleman; he came with such force and their faces were so close to his dick that he sprayed them both down with thick frothy jizz. He saw that El had her mouth open like she was trying to catch it. Warm cum dripped from her chin and cheeks. She had gotten the brunt of it, but it was also clinging to Max's hair and the side of her nose.

Mike was still breathing hard when Max and El, covered in his offering, climbed back onto the mat with El on top, and continued to make out using their pussy lips.

"She's gonna make me cum now, Wheeler. And you'll want to watch her, because I'm gonna make sure she cums too."

He watched El laugh at Max's words and he just stood there with his cock hard. It was as if he hadn't even cum at all and he started stroking himself again, going back to sitting on his knees right next to the girls' faces.

He stared in awe at the way El licked his spurted juices off Max's nose and he only fastened the pace of his fist when he saw the ginger girl do the same to El's face. They both had semen on their tongues as they kissed and Mike was moaning so loud he could barely hear them doing the same while they tribbed.

El lifted her torso and cupped Max's larger breasts for leverage, her dripping cunt sliding back and forth against Max's.

"I'm gonna cum on her pussy, Mike. Are you gonna lick us both after we cum? Will you swallow our cum like a good boy?" El asked, her entire face scrunched up in pleasure as she rubbed even harder against Max, her swollen clit stroking Max's repeatedly while Mike just nodded furiously as he bit his bottom lip and beat his cock.

"You're gonna cum for me, El? Give me your cum. You feel so good doing that."



Max looked down, watching as El slid over her with short strokes.

Mike couldn't look away.

"Oh, fuck, El. Faster. I'm gonna cum. Cum *with* me. Give it to me."

Mike watched as Max's eyes started to roll back but El was crying out and literally slamming her cunt into Max's, creating sucking noises, and his head snapped in her direction. He wanted to watch her climax.

"Mike, look at me...I'm gonna...cum on her p-p-pussy. Right, Max? You're gonna make me c-cum-ah!" El stopped talking and Mike watched her trib Max even harder. Their pussies were soaking wet and he stared at Max finishing first, her mouth agape until El lowered herself and slipped her tongue inside the open mouth while still rubbing their cunts together.

"Oh, Max-shit, I-" El moaned over the girl's lips before grabbing a handful of ginger strands while her ass wiggled and twitched as she orgasmed. Mike watched her struggling to keep her eyes open and look at him as she came and he swore he had never seen anything hotter than Max making El cum while the latter stared at him.

As Mike started to lean closer, wanting to lick them clean while they were both still cumming, wanting to feel them pulse around his tongue, Max and El both touched his cheek. The next thing he knew, he was jolting upright in his own bed and his blanket was sticky, his cock was hard, and his pajama pants were soaked with cum.

*Fuck, that was the most intense dream*, he thought. His next thought was if he was going to feel awkward the next time he saw Max, and that thought led to him thinking about detailing the dream to her. He had never considered thinking of Max and El fucking, and obviously El wasn't *here*, but he knew Max was just dirty enough to appreciate the dream. But then again, maybe he'd keep it for himself. He didn't want Max thinking he dreamed about *her*.

**A/N: That was a fun chapter to write, I must say.**

## 6. Chapter 6

**It may be next week before I update this story again. I'm going to add a chapter between my current chapters 7 and 8. And I still want to get the basement story finished this week.**

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It had been early February when everything had actually started. Mike had been trying to pull himself out of a severe depression, not really succeeding. He still saw El in his dreams sometimes, he had since he was 12 years old, and while he loved being able to see her, he also felt a lot of the times like he'd never feel like his old self again. He had the darkest thoughts at times. He had stopped caring.

Lucas had talked him into tagging along to a party with himself and his girlfriend and while Mike found Maxine to be rather irritating, he thought it might be good to get out of the house and be in different surroundings so he'd agreed. To his dismay, the party didn't cheer him up the way he'd hoped.

Mike wandered the halls of the house just trying to find somewhere quiet. He was drunk but not sloppy, but definitely at the point where he was a little emotional.

He had to find somewhere to be alone for a while.

Lucas had ditched him to play video games and he was winning hard so Mike knew he wouldn't have him to hang out with for the rest of the night probably.

He thought about just going home but decided he needed to sober up a little first. Dustin and Will hadn't come to the party so Mike was on his own.

Max was there, but she was so annoying.

He stumbled into a bedroom at the end of an upstairs hallway. He sighed. *Finally some peace.*

Just like Mike, Max grew tired of her boyfriend ignoring her to play

video games. She tried to stay by his side, but too many people gathered around them and she was sick of their loud cheering voices and all the commotion happening so she went upstairs, hoping to loosen up.

The first door she had opened left her baffled and confused as she spotted two people making out in the dark. Sighing, she moved to the next one and although the face was familiar, she was still taken aback to find that particular person there.

"What's going on, Wheeler?" She asked tentatively, her hand closing the door behind her as she took a step closer. She didn't know if he felt sick from the alcohol or something else, but a small part of her wanted to make sure he was okay.

Mike rolled his eyes. He'd wanted to be alone to think. About Eleven.

"I just wasn't into the party. You can go now." His tone was gruff.

Max frowned, her arms crossing over her chest. She refused to leave just so she could get on his nerves for being rude to her seconds ago.

"Aw, what's wrong? Did you expect to get laid coming here but realized you're too much of a nerd for anyone to look at you?" She loved to piss him off when he was asking for it.

"What? No! I did not come here trying to bang some Hawkins slut." Mike looked down and added more softly, "none of them will ever be good enough anyway."

He stood up and got closer to where Max was standing. His height sometimes worked to intimidate freshmen so he thought maybe he could get her to leave if he loomed over her enough.

"And don't you know nerds are sexy?" His brows furrowed as he glared down at her.

Max scoffed, the corners of her mouth quirking up as she looked up at Mike. She knew what he was trying to do; his posture stiff as he glared down at her. Thankfully or not, Billy had turned her immune to any kind of domineering tactic.

"Who lied to you, Wheeler?" She laughed, not intimidated by his stare.

"And get over that bullshit. There are good enough girls. But who would even wanna date you? You're the most virgin boy I've ever met."

"What's that supposed to mean?" Mike was getting angrier.

"Uh, even *Will* lost his virginity? You're so caught up in your little fantasy world that you've become so pathetic. I bet you wouldn't even know how to react if a hot girl touched your crotch and tried to kiss you. Nerd," she frowned.

Mike's eyes narrowed even more. "I'd know *exactly* what to do but unlike the mouthbreathers around here I can control myself."

"Pshaw," Max huffed, obviously amused. She wanted to call his bluff so in one swift motion she grabbed Mike's crotch. All she felt was his dick in his pants and it was not reacting at all to her, even as she started massaging it through his jeans.

"What the hell?" Mike was indeed caught off guard. He thought it might be fun to make her mad though...to get under her skin. "You're touching me now and I'm not even a little bit hard." He sounded smug in his triumph.

Max's eyes scanned his for a while, her fingers groping him and massaging, feeling how flaccid his dick still was tucked in his jeans. He was right. That didn't get him hard at all and it only made her angrier.

"How about this, then?"

She stood on the tip of her toes and grabbed him by the collar of his polo shirt until he was forced to lean down. Her tongue swiped over the side of his neck while she stroked his dick through the fabric. Lucas loved neck kisses so she figured this could make her win the argument.

Mike wasn't sure exactly what was happening. He was an objective and scientific guy, he could appreciate that Max was indeed someone

who would be considered hot, but her hand on him wasn't doing anything in particular. And now she was licking his neck? And he could tell by the way she was breathing that she was pissed.

*Good.*

"Still not hard. I doubt I'd get hard for you even if your hand was inside my boxers."

Max gasped unintentionally. His words hurt more than she had expected and she was determined to prove him wrong. She hated losing an argument to the only person who had constantly gotten on her nerves since day one.

"Really?" Her voice was more controlled than her gestures. In a swift motion, she unzipped Mike's jeans and pulled his dick out of his briefs. Her hands were shaking and she tried not to give too much thought to the way he was pulsing under her fingers. She was touching her boyfriend's best friend's cock and that was wrong, but she was willing to do anything to prove her point.

"Are you sure, Wheeler? Sure you're not just a pussy?" Her fist pumped him slowly while she attached her lips back to his neck, nibbling onto the soft skin expertly. He smelled nice, like cologne and probably fabric softener and as much as she hated it, she couldn't deny that it made her a little wet.

"Why does it matter? Do you *want* me to get hard? What then? You just gonna make fun of me? Or are you just a slut? Just a tease?"

Mike was trying to make her feel bad but he noticed that the more he talked down to her the more her hand worked him. And damnit, it felt nice. But he *couldn't* get hard for her. That would be the worst.

Even as he was thinking these thoughts his ever-running mouth was betraying him.

"Not working. Maybe you should just suck on it some."

*Fuck! Why did I say that?*

"Shut the fuck up," Max hissed angrily and pushed him backward

until the back of his knees hit the edge of the bed. He fell onto the mattress and she immediately climbed on top of him, her thighs on either side of his legs.

She was fuming as she pushed strands of hair behind her ears before she leaned down. Although his member wasn't as limp as before, he was still not erect and she wasn't going to stop until she won. Her words were like venom as she spoke.

"I can make Lucas cum before he knows it and his cock is definitely bigger than yours. You're just some stupid virgin little boy and trust me, you're gonna beg me to finish you off once I get to it."

She closed the distance between her face and his cock, her lips wrapping around the tip and she swirled her tongue around it.

Mike had never had a girl's mouth on his cock before. He became rock hard almost instantly as he felt her smooth lips around him and whatever it was she was doing with her tongue.

But he had to keep her in her place. It was *Max*. Despite his dick becoming hard in her mouth he couldn't possibly be nice to her.

"Okay, well that's just nature. That just proves there's nothing wrong with me. It's not like it's hard because of *you* or anything."

Mike looked down to watch her head bobbing. She was licking his shaft and as the tip went back into her mouth she looked at him.

*Oh fuck, why does it have to feel so good?*

"This doesn't seem very fair. I feel like you just tore my cock out of my jeans without asking. I think you should have to take your pants off too."

The last of his sentence was rushed as he felt her cup his balls.

"Have you even seen a girl's naked body before? You might cum if I take my clothes off," Max scoffed, her spirits suddenly lifted because she'd managed to get him hard.

She wasn't done though. She wasn't going to cease until he stopped

with the nature crap and admitted that she was indeed hot.

She used her hand to break the trail of saliva connecting her lips to the glistening tip of his cock before she got out of bed and took the first layer of clothes off. She was wearing matching underwear and a sudden wave of guilt took over when she remembered that it was for Lucas, but she quickly pushed the thought aside and took the lacy, black bra off.

When she climbed back on top of him, her ass rested on his cock and she rubbed her panty clad pussy back and forth. It took all of her might not to moan at the friction.

"Just admit it, you're seconds away from cumming and it is because of me. Nature doesn't do this," her brows furrowed slightly before she forced his hands on her pale breasts.

"You should thank me for this. If it wasn't for me you'd never get to touch a girl's boobs. No one would let you."

Part of Mike wanted to push her off of him because she was being so annoyingly bitchy. But there was another part of him that *wanted* her on top of him, and that part was currently being rubbed by her lace covered pussy. And he was squeezing her breasts, which were a good size for his long fingers. He couldn't let her get the upper hand.

"*Thank* you? You're throwing yourself at me here. I was just minding my own business and you barged in on me, mocked me, and then violated me."

Mike was trying to talk his way out of what was happening lower on his body. As she grinded against him he could feel his cock twitching.

"You know," Mike said, still trying to slow down his hormones, "you get to see my cock. I mean, I showed you mine so you should show me yours."

Max wasn't fooled by his seemingly nonchalant demeanor. She could tell he was desperate despite talking so casually and it amused her. So much that she wanted to see him really losing his cool and showing his true colors.

"Why not? It might as well be your last time feeling a vagina on your...dick, if I can call it that." She would never admit it but his penis was more impressive than she had expected.

After kicking her panties off, she climbed back on top of him and let her pussy lips envelop his cock. She just hoped he couldn't tell how wet she was as she glided back and forth, a mocking smile tugging at her lips when his mouth parted.

"Aw, are you enjoying it, Wheeler?"

Mike tried not to let her know how good it felt. He was determined to at least embarrass her.

"Am I enjoying it? Do you not think I can feel how wet you are? Sitting on my cock made you wet!" He laughed.

But then she sank down a little more. He wasn't inside her but seeing his cock head peek out from her pussy lips as she glided back and forth on it was way more than Mike could handle.

He squeezed her breasts, pinching her nipples.

"Oh shit. Fuck, uhn!"

His cock pulsed and he came all over his stomach. It had been right as she moved forward so the first spurt splashed against her clit and the top of her pussy.

Max's eyes widened as she glanced down. It looked hotter than she wanted it to.

"I'm on the pill."

He didn't shoot inside her, but she felt the need to reassure Mike that there would be no consequences apart from the fact that she would make fun of him for the rest of her life. She wanted to start right now and it took all of her will power not to, her teeth biting into her bottom lip so hard it almost drew blood while she tried not to burst out laughing.

"But good one," she scoffed, her face getting red from holding herself



back so much.

She was still too shocked to move and she scanned his eyes in an attempt to figure out what went through his mind, but he refused to say or show anything. With a bright smile plastered on her face, she sighed and got off him.

"You couldn't even last three minutes," she blurted out, unable to stop herself from grinning as she reached for her panties.

As Max was climbing off the bed Mike stood up. His cock was already starting to stiffen. He grabbed her waist and spun her around. He eased himself behind her, right against her.

"Give me another shot. I wasn't ready. I'll prove what a nerd can really do. I know you want me to."

As he was saying that his hand went between her legs. He coated his fingers in her arousal and then moved them to her lips.

"See? You're all turned on. Are you horny or just slutty?"

His erection was back fully as he whispered in her ear. He could feel it touching her still bare ass.

Max's pulse started racing. She couldn't believe her ears despite the fact that she had planned on not giving up until he was begging for her.

"What kind of question is that?" She frowned and slapped his hand away before turning around to look him in the eye. "I'm not horny, nor slutty."

She didn't know how Lucas would feel about the latter, but she was incapable of forming coherent thoughts when Mike was turning her on so much.

"If I give you another shot you'll just embarrass yourself even more. You just came and got hard again in an instant. Who knew I'd have this effect on your virgin cock?" She teased, her finger tracing his shaft mockingly.

"If you didn't want it then why are you so wet? You're a woman...you're supposed to be more in control of your body. And you have a boyfriend. I think you *do* want to see what my cock feels like. For real this time. Not just rubbing yourself on it like a tease."

He turned her around and pushed her shoulders down onto the bed. Her legs spread as he did and Mike wasn't sure if she'd done it on purpose or if she just subconsciously was telling him yes. He leaned over her and could feel his cock seeking her warmth. It moved easily between her legs. His mouth was at her ear.

"If you don't want me to, tell me no."

Mike licked her earlobe as he was standing back up, knowing it would weaken her resolve.

His plan was working and Max was putty in his hands. She couldn't say no, nor did she want to. All she could do was breathe heavily under his touches, her body involuntarily seeking his as she pushed her bare ass against his cock.

"I'm not sure you could ever redeem yourself after what you've just done." It was her subtle way of inviting him in, although her body was already screaming to get fucked.

Mike could see it whenever his fingers grazed over her freckled skin and she shivered, small whimpers that she tried to muffle right after escaping from between her lips.

Mike smiled smugly, though Max couldn't see it. He decided to give her a taste of her own medicine so instead of just thrusting inside like he knew she wanted due to how her body was reacting to him, he lightly grazed his fingers over her ass cheeks. He made sure to be light enough to tickle but not so much that she'd want him to stop. As he looked down to watch himself do it, he could see how the fingers of his right hand were smearing her juices onto her butt. He could see it shining in the lamp light.

"I guess you're about to find out. Do me a favor. When I make you cum I want you to say you were wrong."

He didn't really want her to say his name because he only wanted one person to say that. He dreamed about her a lot and he didn't want the next time to make him think of this. This was just fucking. Just human nature. A means to an end.

Mike felt the tip of his cock starting to inch into Max's cunt. He was glad he was behind her because he didn't want her to see the look on his face right then. It was so tight and warm and felt so good, he didn't want her to know he was feeling that.

He went slowly at first but after he hilted the first time, pausing to feel his cock buried in her pussy, he pulled back and developed a rhythm.

He ripped off his shirt after a few seconds and they were both naked. He thrust in hard twice and Mike noticed how nice it felt when his thighs rubbed against hers. On the third thrust he pushed himself forward so that he was holding himself up on the bed with his arms on either side of her, his dick stuffed into her cunt, and their legs pressed together, feet still on the floor. Instead of slamming in and out he started rolling his hips into her so he didn't have to pull away from her body.

"Do you like this? I want you to tell me if you like it. I can feel how wet you are but I want to hear you say it."

"You wish," Max replied through gritted teeth. She felt powerless enough already, she wasn't going to give him the satisfaction of hearing how much she loved the way he fucked her.

It was significantly different from having sex with Lucas. Mike's cock was smaller to begin with. But unlike her boyfriend, he knew exactly what to say and do. It made her go weak in the knees; the way Mike talked down to her and acknowledged everything she was too embarrassed to admit out loud. It turned her on to know that someone could read her so easily and take advantage of it.

She was dripping wet and as much as she was scared they might leave some evidence behind, she was certain that no one would suspect the two of them together. Mike hated her and she reciprocated the feeling. Everyone knew that.

But when he plowed her into the mattress so well, his cock piercing her hole over and over again, she couldn't help but moan.

"Ah, you're still...just, oh god, some virgin nerd. You can't even...fuck," she breathed out through deep thrusts as she lied to him.

"Clearly. I'm just some virgin nerd that's making you want to moan but you won't let yourself. Maybe this virgin nerd should do it harder? You like it hard, right? Because you're a slut at heart. Lucas is playing video games and you're taking my cock and trying your best not to beg me for more."

Mike stopped holding himself up with his arms, covering her completely with his body, a sheet of sweat between them. His face was on her neck and he continued to whisper, never stopping the motion of his hips as he rocked into her.

"You started this. I want to know what it feels like when you cum with my cock inside you. And then later when you're riding home in his car my warm jizz will be leaking out of you and you can think about how hot you got when you sat on my cock trying to prove a point. Or you can think about how it felt when I did this."

Mike reached down, his weight pushing her further into the mattress, and used his hands to spread her ass cheeks as far apart as he could so that he could feel more of her. Then he reached underneath her and found her clit with relative ease.

"Mind if I play with this while my hard cock keeps fucking you?"

Max refused to give him a definite answer, but her legs spread further apart on instinct and as soon as he started stroking her soft spot she pushed back onto his hand and lamented into the sheets.

She could barely breathe with him fully pressed on top of her but even that turned her on beyond words. Lucas had always made her feel like she was made of glass and now that someone finally treated the way she thought she deserved was exhilarating at least.

All she could do was sob and whine into the mattress, a drool of saliva hanging from the corner of her mouth as Mike plowed into her

cunt at full force.

"Oh, you like that? You just spread your legs more. You want me to have room. You want me to touch you."

Mike teased her and tickled her clit, all the while plunging his dick deep into her.

"Fuck. Are you drooling? I'm making you lose control like that? Well damn, Max, what's gonna happen when you cum? I can think of some possibilities."

He started fucking her faster, still keeping his strokes deep and long.

"Just remember we're guests here. You can't be squirting all over the furniture."

He knew he'd be cumming himself in just a matter of seconds, maybe a minute tops, but he couldn't let her know that.

"I know you want to let go. I know you want to see what it feels like to do it on my dick."

Max's brain was screaming to say something back and not let him embarrass her so much. But a part of her didn't even *want* to because she found herself loving the humiliation aspect of the circumstances. She enjoyed being degraded and made fun of because she knew that she deserved it. Especially now that she was letting one of Lucas' best friends fuck her.

And her body reacted accordingly, her pussy pushing back onto Mike's hand as he fucked her so hard from behind all she wanted was to scream and beg him to never stop.

She didn't have to do that though. He was relentlessly plunging in and out of her pussy and for a moment she did contemplate whether he'd make her squirt or not. The idea wasn't so farfetched and that was all she could think of before she orgasmed, silently praying that it wouldn't happen because she was aware that she would never hear the end of it. Mike would tease her forever for making her squirt.

Conveniently enough, she didn't and if she wasn't so busy moaning

and cursing out loud as she came she would have probably wondered if she wanted Mike to make her squirt or not.

"Shit, no, oh, oh fuck, fuck-" she cried out as she came underneath him, waves of pleasure traveling all throughout her body as she tried to catch her breath while Mike was still fucking her with hard thrusts.

"There you go." Mike tried to act calm but realized that what he was feeling was a girl actually cumming on his cock. He sunk himself even deeper.

"Yeah, you're still going. I'll tell you what. I'm gonna join you."

Mike's hand was still on her clit so he used it to pull her back into him as he came. He could feel it jetting into her as her pussy continued to throb around him.

"Fuuuuuuck," he breathed, not able to keep up his smug attitude any longer.

They were both panting.

Max flinched when she felt ropes of hot cum shooting inside of her. She hated how much she enjoyed even that but hearing Mike's heavy breaths down her neck brought her back to reality.

"Get off me."

She seemed tired and something else that Mike could not pinpoint for sure, but it sounded like guilt and so he did as he was told. She was off the bed right after, her arms frantically reaching for her clothes as she purposefully avoided Mike's gaze. She didn't want to see his smirk as cum dripped out of her sore cunt.

Mike noticed her not meeting his gaze so he looked away and found his clothes. He thought it might be best to go home.

"Um, so I think we were drunk and stupid. That won't happen again. But don't worry, I won't say anything...about how you took advantage of me." He cocked an eyebrow at her as he was heading for the door.

"You're welcome," Max replied sarcastically after rolling her eyes. She didn't know how to feel, but at least she helped Mike lose his virginity, as twisted as that was.

As Mike was about to head down the stairs he could see the living room below. There was an older kid acting stupid, probably drunk, and Mike heard a commotion and a cry as the drunk guy accidentally elbowed a smaller kid. The kid passed Mike on his way to the bathroom after the incident. Small for his probable age, and with a buzz cut. He'd been elbowed in the nose. His left nostril was bleeding.

*God, I miss you so much, Eleven. I hate my life without you.*

**A/N: So that's how this all started. Without El, Mike's capacity for caring disappeared.**

## 7. Chapter 7

One night in mid-May, Mike tiptoed to Max's dark window. It was late. He tapped lightly on it. Then a little louder when she didn't answer.

Finally she appeared and opened the window. Her hair was a mess, like she'd been ripped from sleep.

He could tell from the look on her face that she was a little pissed to have been awakened.

"Hey, can I come in? Sorry I woke you up. I wanted to talk to you about something."

"Seriously?" Max mouthed in disbelief before finally opening the window and allowing him to get in. She looked drowsy, her eyes puffy and her brows quirked up as she waited for an explanation.

"It's like 2 in the morning. It'd better be important."

She was wearing a pair of green boyshorts and a tight white tank top that only made her breasts pop out when she crossed her arms over her chest.

Once she'd opened the window Mike climbed in. He kept his voice low. She had gotten back in bed. He sat down next to her.

"So I heard you let Lucas do something that sounds fun. I can't stop wondering what it would be like."

Trying to get her to warm up to him, Mike was sliding his hand under her covers to touch her leg.

"Oh, is that so?" Max narrowed her eyes at him. She couldn't deny that Mike Wheeler was a handsome guy. A nerd, that was for sure, but a handsome one. Her body was reacting already, her leg straddling his while he continued to caress her thigh. Goosebumps covered her warm skin as his long, icy fingers groped her flesh.

"I do a lot of stuff with my boyfriend, Wheeler. Be more specific."



Mike was pleased that she was already reacting to him. This might be easier than he'd originally thought.

"Did you like it when he fucked your ass then? Was it his idea or yours?"

Mike could feel himself getting hard already just thinking about it.

"Does it matter? But yeah, his dick was so good..."

The sound of her laughter was light, her still swollen eyes bright with amusement while she gazed at Mike. He didn't seem as entertained as her and she could tell he really wanted to fuck her ass. She wasn't sure he deserved it, but she liked teasing him anyway.

"I bet mine is better. Wanna find out?" He squeezed her thigh and then moved his hand over her underwear.

"Right here in your bed."

He kicked off his shoes in anticipation.

Max's mouth parted when fingertips reached her burning core. She wanted to lean into his touch immediately, but she still had some grounding rules to establish.

Gripping his wrist, she ceased the movements of his hand as he looked him in the eye and spoke in a firm voice.

"We can fuck if you want, but no anal. So don't even think about it, understand?"

Mike pouted. But she was always saying no and then giving in anyway so he thought he'd just go along with her and try his luck when the time came.

"Well, I think you'd enjoy taking my cock in your ass but we can do it your way."

He smirked as his fingers went a little deeper.

"I could unfasten my pants but I'd have to stop doing this," he said,

moving his fingers to her clit. "But if you want me to do it myself I can." His fingers paused.

"N-No, keep going," she urged him and pushed her core against his fingers. It took a few seconds to shift the right way until she managed to slip her hands between his and reach his pants, but once she did she unbuttoned them. All she had to do now was pull his cock out of his briefs and so she proceeded, her warm fingers wrapping around his hard cock.

This wasn't the first time Mike had sneaked in to fuck her and she didn't know if it was because she was still sleepy or not at the moment, but she enjoyed how tranquil everything was. His hand moved slowly over her clit and inside her and she sighed, her eyes closing while stroking his shaft.

After only a few seconds of her stroking him Mike shifted onto his knees, reaching down with his other hand to remove her panties entirely.

"You don't need these." He pulled them down roughly, pushing his own pants down once he'd removed hers. He hovered over her, his cock resting on her pussy.

"I'm just gonna get my dick wet and then I want you on your knees."

He pulled his shirt over his head and then slowly eased his cock into her wet cunt. He knew she liked feeling him do that and while he didn't love doing things that made her happy, he had to admit feeling himself get gradually deeper did feel erotically amazing.

Until seconds ago Max had been feeling sluggish, but once she felt the tip of his cock buried to the hilt she jolted, her breath hitching in her throat.

"Why are you such an asshole? I was having a good time sleeping," she tried to keep the tough act, but her hips forced themselves against his until his balls rested on her ass and she moaned at the friction. She didn't want to get on her knees, but it felt weird and unfamiliar to have Mike fuck her missionary style. It was too intimate and she found it repulsing that a part of her still craved it.

El wanted to see Mike. After the intense sex they'd had when she visited him she thought about it a lot and wanted to do it again but she'd gotten grounded for arguing with Hopper so it had been a couple of weeks since she'd seen him.

Tonight when she went into the void, Mike wasn't in his bed. El was initially hurt as she watched him start to fuck Max in her bed but she kept watching anyway. She knew Mike loved her and *only* her and that Max was just something to fuck, which El now knew was a fun activity.

And Mike still always thought he was dreaming when El was with him.

As she watched them, El started to get a tingly sensation, she could feel herself getting wet.

Looking around Max's bedroom, she spotted a chair shielded by clothes and she decided to sit on it. Because of the void, she was unobtrusive when her left hand traveled between her legs where her core was tingling.

She then averted her eyes back toward the bed where Max was moving on her hands and knees while Mike positioned himself behind her body.

"Don't get loud or make me do it," the ginger girl warned but the glint in her eyes as she looked over her shoulder at him said otherwise.

A part of El felt helpless watching and she pouted in frustration. It was annoying to know that she couldn't have Mike for herself at that moment, but pressing her delicate fingers over her clad pussy relieved some of the pent up tension. She'd done it before, even daring to put her own fingers in and thinking about it being Mike instead. She'd seen Max do it when she had been spying on her for a few days straight and the accumulated information had only brought her euphoric feelings. *Orgasms*, like the one Mike had provided her with the last time she had visited his dreams.

"I can only do what I do. If you make noise then that's on you," Mike said as he started to slide his cock into her from behind. He pushed

her shoulders down so that her ass was in the air.

He thrust all the way in and then pulled out slowly, removing himself and then using his hand to move his dick up and down her ass, keeping it in the crack.

He stopped on his way back down to her pussy, touching her asshole with the tip of his throbbing cock. He pressed in slightly.

Max drew in a deep breath, her fists closing around the bed sheets as she felt Mike trying to push himself inside her ass. It hurt and as much as she wanted to give in, she couldn't. Reaching behind her, she found Mike's cock and squeezed it enough to hurt him just a little.

"What did I tell you, asshole?" She grumbled over her shoulder before pressing her cheek back onto the mattress. Her ass wiggled around as she tried to guide him back into the right hole.

"Sorry, it just slipped," he lied. Feeling a little irritated because she refused him, he rammed himself back into her pussy. *Hard*. He gripped her ass as his pace quickened. He wasn't concerned tonight about her pleasure.

Not thinking it was something she'd be into, Mike slapped her right ass cheek, spanking her with force.

Max moaned into the mattress

*I should have known she'd like that.*

"Of course you moan when I spank you. I guess I'll punish you more then."

"I guess I'll refuse you more then," Max spat at him but pushed her hips back against his.

El watched in shock as the scene unfolded before her eyes. She had no idea people did that when they had sex, but it didn't even matter. It turned her on and all she wanted was to take her pants and panties off immediately.

Once she was left in nothing but a plaid shirt, she spread her legs widely and allowed herself to enjoy what was going on.

"I wasn't...moaning. I just, ah, it...hurt-"

Max was definitely moaning this time and El could hear it. It made her push one finger inside her soaking cunt immediately as she watched Mike jamming his cock in and out of the redhead and she bit her lip to hold back the noises that threatened to escape her lips. Not because someone could hear her, but because it was hotter to listen to Max's muffled whines as she was being pounded and spanked from behind.

"Not moaning. Right." Mike spanked her again. Her pale ass was already red from only two slaps. "You're just holding out. I know you wonder what my cock would do to your ass." Mike touched her other hole with his thumb, tickling her.

"But you said no so you can't have it now. You're gonna make *me* cum though. I don't care how long it takes or how late it is."

Mike was making the bed shake, pounding into her flesh. From where El was sitting she could see Mike's cock slipping in and out of Max's pussy.

Feeling bold and horny, her hand still rubbing her clit, El got closer. She wanted to see more and she wanted a different angle. She stood directly in front of Max so she could see both of their facial expressions. Max was breathing heavily and El could tell she was trying to not make noise but that she obviously wanted to. She was biting her lip hard. Her breasts swayed as he plowed into her.

Max pushed her arm behind her back, ready to slap Mike's hand away from her asshole when she realized she couldn't keep lying to herself. She was still against him fucking her ass and mainly because she wanted it to be a thing between her and Lucas only, but she figured that it wouldn't hurt anyone to let Mike push his thumb in. Her fingers then wrapped around his and she urged him to finger her ass.

"That's the most you'll...oh, fuck...get. You don't, ahh, deserve...more,"

she moaned into the mattress and squeezed her eyes shut to focus on having both her holes filled.

El was intrigued. She wanted to have an experience as similar as possible to Max's so her right hand went down to her asshole tentatively. She was fingering her pussy with two fingers when she pushed another one inside her butthole. She hissed at the pain so she brought her finger back to her mouth. After coating it with saliva, she eased it back inside her tight hole as she watched Mike snapping his hips back and forth.

"You like that? I knew it." Mike was slowly pumping his thumb into her ass.

"It's tight. Lucas hasn't stretched you out too much. Yet."

El liked hearing Mike talk that way. He was always so nice to her. She didn't ever want him to be *mean* to her but she thought she'd definitely like it if he told her what to do. He was even sexier when he was in control. She timed herself as she used both hands, her fingers slipping into her at the same times that Mike's cock and thumb invaded Max's tight holes.

*He'll have to go to sleep some time tonight and tomorrow is Saturday. I'm going to visit him later and get what I want.* El thought as she watched. Mike's eyes were closed, like he was thinking of something else. Or of *someone* else.

"I'll make sure...he will," Max spat out. She wanted to tease Mike to the point he fucked her even harder if that was possible. It seemed unlikely though, his vicious thrusts barely allowing her time for breathing.

As she was being fucked into the mattress and fingered at the same time, Max started feeling eerie with her eyes closed. For a moment she could swear someone was watching them and she opened her eyes alertly, pushing herself back on all fours. She couldn't see anything but Mike's shadow distorting as he rammed his cock in and out of her and it didn't even matter anymore when his strong hands forced her shoulders back down. She conformed in obedience and closed her eyes again, letting her other senses indulge into the

satisfaction of being screwed so hard.

El's entire body had stiffened when she saw the panic in Max's eyes. She was scared she would make herself visible again because, just like the other time around, her emotions were strong. This time it was a good feeling though and she could only sigh in relief and resume pleasuring herself when Mike had decided to manhandle Max.

Mike was enjoying the feeling of what he was doing but even though it felt good, he wished he was doing it to Eleven instead. He always did this, started out fucking Max and talking dirty to her, putting her down and being kind of mean, but then somewhere in the middle he'd start thinking about El, thinking about his dreams. Then he'd just close his eyes and pretend.

El was watching Mike intently. After she thought Max might have seen her she wondered if maybe Mike could feel her presence.

Max was moaning loudly into her mattress.

The sounds snapped Mike out of his trance and he opened his eyes. To El's relief, he didn't see her either.

"I'm gonna make you wake up your parents. Take my cock. Take it. Your pussy acts like it never wants it to leave. You keep pulling me back in. I totally feel you squeezing me tighter. You want to keep my dick in your cunt."

"You're the one who came...here."

Max was quick to deflect Mike's attempt at humiliating her.

"I was fine not having your stupid...cock...inside me," she added the last words in a hurry before collapsing onto the mattress entirely. He was plowing her so hard she could no longer keep her knees bent. But much to her delight, he followed her right after, his cock never pulling out as he laid on top and continued to penetrate her with rough thrusts. His chest was flushed against her back and his arms wrapped around her head as he fucked her so hard it almost hurt.

El watched in awe, rushing the pace she had on both her pussy and

asshole.

When Max's legs gave out and they collapsed onto the bed Mike's cock went even deeper, so he couldn't complain. He fucked her harder.

"You want me all the way on you? Is that it? Or was I just fucking you so good you couldn't handle it?"

He was whispering through gritted teeth as he rutted into her. It was animalistic.

"I'm gonna come soon. I wish it was going to be into your ass, but I know you like to feel me unload into your pussy. I'll at least give you that tonight."

El's mouth hung open as she watched. Her hands feverishly fucked into her. Her asshole had gotten used to her finger and she was so turned on she had three fingers in her cunt, the heel of her hand rubbing her clit, and with her right hand was finger fucking her ass. She hoped she could hold out and come when Mike did.

"Keep...wishing," Max cried out, unable to keep her voice down. She was too turned on to care about her parents, but it was a miracle that neither of them had woken up yet.

Her bed was creaking as he split her cunt open repeatedly and she knew she was on the verge of cumming. She attempted to bring her hand under her body to rub her clit, but Mike was squishing her so hard she couldn't move a single inch and all she could do was try to rub herself onto the sheets, hoping it would be enough to make her orgasm before him.

Mike closed his eyes, listening to her moans and grunts. He thought of El, of how it would feel to have her instead. His imagination was good though and his mind let him pretend that the body underneath him was that of Eleven, that it was *her* ass he felt against him, that it was *her* sweat on his chest, that his cock was being hugged tightly by *her* cunt.

"Oh fuck, I'm cumming. I'm cumming. Shit! Oh, El!"



Mike shot his load deep into Max with El's name on his lips.

Eleven heard him, so surprised that he'd say her name when it looked like he was fucking Max so hard.

"Oh, Mi-Mike..." she cried out, the heel of her palm pressing hard on her clit while she kept her fingers plunged inside until she came right after Mike who was currently ejaculating inside Max.

It took El a few seconds to come back from her high but once she did so, her eyes filled with tears. She was now watching the freckled girl rolling over under Mike's body before slapping his chest hard.

"What the fuck is wrong with you?" Max tried to whisper, but Eleven could hear the anger in her voice.

Her heart felt full and broken at the same time. The fact that Mike had said her name meant the world to her, but it was excruciatingly painful to know that they could still not reunite. On top of that, Max was hurting and even though she wasn't Eleven's favorite, she couldn't help but feel sorry for the girl. The situation wasn't fair for any of them.

"Did you just say what I think you did?" Max inquired furthermore and Eleven stood up and watched through teary eyes the horror on Mike's face.

Mike started to speak, to apologize, but found that he couldn't. He wasn't sorry at all. It hadn't been anything he planned but saying El's name when he came made him feel like himself again, if only for a second.

"Time to go, Wheeler. You suck too much to stay any longer," Max, clearly annoyed beyond words, threw his shirt at him and started to leave the room. "I'm going to the bathroom. Don't be here when I get back."

Mike couldn't argue with that. He wanted to go home anyway. Mike wanted to go to sleep.

**A/N: I'm going to explore what might happen when El visits Max in the next chapter. Max doesn't even know what she looks like,**

so I'm not sure how that will play out. I expect Max to be surly, though with an underlying hint of guilt and some sorrow. El's heart is big.